January 10, 2005

Richard E. Greene, Regional Administrator
U.S. Environmental Protection Agency - Region 6
1445 Ross Avenue
Dallas, Texas 75202-2733

Dear Mayor Greene:

On December 15, 2004, the Texas Commission on Environmental Quality (Commission) adopted revisions to the State Implementation Plan (SIP) to make certain voluntary emission reductions, projects, or activities conducted by six companies at eight locations in Jefferson County, Texas federally enforceable.

The Commission adopted eight Agreed Orders concerning ExxonMobil Oil Corporation; Huntsman Petrochemical Corporation; ISP Elastomers; Mobil Chemical Company, a division of ExxonMobil Oil Corporation; Motiva Enterprises LLC, and Premcor Refining Group, Inc. and corresponding revisions to the SIP.

Enclosed are the proposed revisions to the SIP, a public hearing certification, a complete record of the public hearings, and the accompanying order adopting these revisions. I look forward to your expeditious approval of these SIP revisions.

Sincerely,

Kathleen Hartnett White
Chairman

KHW/TSH

Enclosures

c: The Honorable Rick Perry, Governor of Texas
Ms. Wendy Wyman, Environmental and Natural Resources Policy Director, Office of the Governor
Mr. Glenn Shankle, Executive Director, Texas Commission on Environmental Quality
bcc: Mr. David Schanbacher, Chief Engineer
Mr. Erik Gribbin, SIP Development Team Leader, Environmental Planning and Implementation Division
Kerri Rowland, Senior Attorney, Environmental Law Division
THE STATE OF TEXAS
COUNTY OF TRAVIS

This is to certify that the attached are true and correct copies of revisions to the Texas State Implementation Plan, adopted on December 15, 2004, pursuant to 40 Code of Federal Regulations (CFR) § 51.104. Prior to the adoption of these revisions, a public hearing was held pursuant to 40 CFR § 51.102(a), and notice of the hearing was given which conformed to the requirements of 40 CFR § 51.102(d). I am a custodian of the records of the Texas Commission on Environmental Quality (Commission).

Jim Muse
Records Administrator, Policy and Regulations Division
Texas Commission on Environmental Quality
Concerning Revisions to the
State Implementation Plan regarding the
Agreed Orders for Companies in the
Beaumont-Port Arthur Area
Project No. 2004-084-SIP-NR
The Texas Commission on Environmental Quality (commission) held public hearings to receive testimony regarding proposed revisions to the state implementation plan (SIP), concerning the State Implementation Plan regarding Agreed Orders for Companies in the Beaumont-Port Arthur (BPA) area SIPS. Public hearings were held: October 7, 2004, 7:00 p.m., at the South East Texas Regional Planning Commission, 2210 Eastex Freeway, Beaumont, Texas.

This SIP revision incorporates certain voluntary emissions reductions, air monitoring improvements, and other actions which six companies in the BPA area have agreed to make. These voluntary measures are being undertaken to provide additional benefits to air quality in the BPA area, and represent the culmination of negotiations with certain environmental organizations and EPA. The commission is entering into Agreed Orders with each of the companies to make the voluntary measures enforceable.

The comment period closed October 11, 2004. All testimony and comments have been reviewed and seriously considered. This hearing record contains a complete record of the public hearings and is divided into the following four sections:

- Public Notification and Proposal
- Written and Oral Testimony
- Evaluation of Testimony
- Staff Recommendations (including order and Texas Register publication)

Additional copies of this hearing record are maintained in the commission’s central office at 12100 Park 35 Circle, Austin, Texas 78753. For further information, contact Diane Pruesse at (512) 239-1423.
PUBLIC NOTIFICATION AND PROPOSAL
Notification to the public of the proposed revisions was conducted by the following procedures:

1. Publication of the notice of public hearing in the following newspaper on the date listed:
   Beaumont Enterprise: September 1, 2004


3. Correspondence forwarding the notice of public hearings to the following officials and agencies:
   Speaker of the House
   Lieutenant Governor
   Arkansas Department of Pollution Control and Ecology
   Bastrop County Judge
   Bexar County Judge
   City of Dallas, Department of Aviation
   Dallas Environmental and Health Services
   City of Elgin Mayor
   El Paso City-County Health Environmental District
   El Paso Metropolitan Planning Organization
   Federal Highway Administration
   City of Beaumont, Mayor
Fort Worth Environmental Management Department
Galveston County Health District
Harris County Pollution Control Department
Houston Department of Health and Human Services
Houston-Galveston Area Council
Jefferson County Judge
Louisiana Department of Environmental Quality
New Mexico Air Quality Bureau
North Central Texas Council of Governments
Oklahoma Department of Environmental Quality
South East Texas Regional Planning Commission
Texas Department of Transportation
Texas Transportation Institute
United States Environmental Protection Agency
Victoria Metropolitan Planning Organization
NOTICE OF PUBLIC HEARING

TEXAS COMMISSION ON ENVIRONMENTAL QUALITY
PROPOSED REVISIONS TO THE STATE IMPLEMENTATION PLAN

Texas Commission on Environmental Quality (Commission) will conduct a public hearing to receive comments concerning several Agreed Orders, with each of the companies in the refineries at Port Arthur (PAR) and nonrefineries area, and a corresponding revision to the state implementation plan (SIP), under the requirements of Title 40 Code of Federal Regulations (CFR) 51/22 of the United States Environmental Protection Agency (EPA) regulations concerning SIPs.

The current SIP revision incorporates certain voluntary reductions, air monitoring improvements, and other actions which six companies have agreed to make. These voluntary measures are being undertaken to provide additional flexibility in air quality in the state, and represent the culmination of negotiations with certain environmental organizations and EPA.

The Commission is entering into Agreed Orders with each of the companies to make the voluntary measures enforceable.

A public hearing on this proposal will be held in Beaumont, Texas on October 20, 1994, at 7:30 p.m. in the Texas Room, South East Tower, Regional Planning.

Legal Notices

Commission. The hearing will be structured for the receipt of oral or written comments by interested persons. Individuals may present oral statements when called upon in order of registration. There will be no open discussion during the hearing; however, an agency staff member will be available to discuss the proposed revisions prior to the hearing and will answer questions before and after the hearing.

Persons with special knowledge, who have special information, or otherwise have a stake in the proposal, are encouraged to submit written comments on the proposed revisions.

Requests for permission to submit written comments on the proposed revisions should be made as far in advance as possible.

Comments may be submitted to Mr. Wayne, McWane, Office of Environmental Policy, Analysis, and Assessment, Texas Environmental Protection Agency, P.O. Box 1702, Austin, Texas 78760. A copy of the draft SIP will be placed in the Commission's files and will be available for public inspection. A copy of the draft SIP is available at the Beaumont, Texas Regional Office.

NOTICE OF PUBLIC HEARING

NOTICE OF PUBLIC HEARING

1. Texas Commission on Environmental Quality (Commission) will conduct a public hearing to receive comments concerning several Agreed Orders, with each of the companies in the refineries at Port Arthur (PAR) and nonrefineries area, and a corresponding revision to the state implementation plan (SIP), under the requirements of Title 40 Code of Federal Regulations (CFR) 51/22 of the United States Environmental Protection Agency (EPA) regulations concerning SIPs.

The current SIP revision incorporates certain voluntary reductions, air monitoring improvements, and other actions which six companies have agreed to make. These voluntary measures are being undertaken to provide additional flexibility in air quality in the state, and represent the culmination of negotiations with certain environmental organizations and EPA.

The Commission is entering into Agreed Orders with each of the companies to make the voluntary measures enforceable.

A public hearing on this proposal will be held in Beaumont, Texas on October 20, 1994, at 7:30 p.m. in the Texas Room, South East Tower, Regional Planning.

Legal Notices

Commission. The hearing will be structured for the receipt of oral or written comments by interested persons. Individuals may present oral statements when called upon in order of registration. There will be no open discussion during the hearing; however, an agency staff member will be available to discuss the proposed revisions prior to the hearing and will answer questions before and after the hearing.

Persons with special knowledge, who have special information, or otherwise have a stake in the proposal, are encouraged to submit written comments on the proposed revisions.

Requests for permission to submit written comments on the proposed revisions should be made as far in advance as possible.

Comments may be submitted to Mr. Wayne, McWane, Office of Environmental Policy, Analysis, and Assessment, Texas Environmental Protection Agency, P.O. Box 1702, Austin, Texas 78760. A copy of the draft SIP will be placed in the Commission's files and will be available for public inspection. A copy of the draft SIP is available at the Beaumont, Texas Regional Office.

NOTICE OF PUBLIC HEARING

1. Texas Commission on Environmental Quality (Commission) will conduct a public hearing to receive comments concerning several Agreed Orders, with each of the companies in the refineries at Port Arthur (PAR) and nonrefineries area, and a corresponding revision to the state implementation plan (SIP), under the requirements of Title 40 Code of Federal Regulations (CFR) 51/22 of the United States Environmental Protection Agency (EPA) regulations concerning SIPs.

The current SIP revision incorporates certain voluntary reductions, air monitoring improvements, and other actions which six companies have agreed to make. These voluntary measures are being undertaken to provide additional flexibility in air quality in the state, and represent the culmination of negotiations with certain environmental organizations and EPA.

The Commission is entering into Agreed Orders with each of the companies to make the voluntary measures enforceable.

A public hearing on this proposal will be held in Beaumont, Texas on October 20, 1994, at 7:30 p.m. in the Texas Room, South East Tower, Regional Planning.

Legal Notices

Commission. The hearing will be structured for the receipt of oral or written comments by interested persons. Individuals may present oral statements when called upon in order of registration. There will be no open discussion during the hearing; however, an agency staff member will be available to discuss the proposed revisions prior to the hearing and will answer questions before and after the hearing.

Persons with special knowledge, who have special information, or otherwise have a stake in the proposal, are encouraged to submit written comments on the proposed revisions.

Requests for permission to submit written comments on the proposed revisions should be made as far in advance as possible.

Comments may be submitted to Mr. Wayne, McWane, Office of Environmental Policy, Analysis, and Assessment, Texas Environmental Protection Agency, P.O. Box 1702, Austin, Texas 78760. A copy of the draft SIP will be placed in the Commission's files and will be available for public inspection. A copy of the draft SIP is available at the Beaumont, Texas Regional Office.
The lots are to be filled to an elevation of 5 feet above mean sea level (MSL) in preparation of the lots for construction. The proposal includes the construction of 720 feet of concrete bulkhead along the shoreline and an additional 130 feet of concrete bulkhead at the west end of the canal. In addition, the applicant proposes to build a T-head pier and boat dock on each lot at the option of the potential buyer. The piers will extend 40 feet from the bulkhead with a terminal covered boathouse that is 20 feet by 30 feet. CCC Project No.: 04-0279-F1; Type of Application: U.S.A.C.E. permit application #22709 is being evaluated under §10 of the Rivers and Harbors Act of 1899 (33 U.S.C.A. §403) and Section 404 of the Clean Water Act (33 U.S.C.A. §1344).

Pursuant to §306(d)(14) of the Coastal Zone Management Act of 1972 (16 U.S.C.A. §§1451-1464), as amended, interested parties are invited to submit comments on whether a proposed action is or is not consistent with the Texas Coastal Management Program goals and policies and whether the action should be referred to the Coastal Coordination Council for review.

Further information on the applications listed above may be obtained from Ms. Gwen Spriggs, Council Administrative Coordinator, Coastal Coordination Council, P.O. Box 12873, Austin, Texas 78711-2873, or gwen.spriggs@glo.state.tx.us. Comments should be sent to Ms. Spriggs at the above address or by fax at 512/475-0680.

TRD-200405516
Larry L. Laine
Chief Clerk/Deputy Land Commissioner, General Land Office
Coastal Coordination Council
Filed: September 1, 2004

Office of Consumer Credit Commissioner

Notice of Rate Ceilings

The Consumer Credit Commissioner of Texas has ascertained the following rate ceilings by use of the formulas and methods described in Sections 303.003, 303.005, 303.008, 303.009, 304.003, and 346.101. Tex. Fin. Code.

The weekly ceiling as prescribed by Sec. 303.003 and 303.009 for the period of 09/04 - 09/12/04 is 18% for Consumer/Agriculture/Commercial/credit thru $250,000.

The weekly ceiling as prescribed by Sec. 303.003 and 303.009 for the period of 09/04 - 09/12/04 is 18% for Commercial over $250,000.

The monthly ceiling as prescribed by Sec. 303.005 and 303.009 for the period of 09/01/04 - 09/30/04 is 18% for Consumer/Agriculture/Commercial/credit thru $250,000.

The monthly ceiling as prescribed by Sec. 303.005 and 303.009 for the period of 09/01/04 - 09/30/04 is 18% for Commercial over $250,000.

The standard quarterly rate as prescribed by Sec. 303.008 and 303.009 for the period of 10/01/04 - 12/31/04 is 18% for Consumer/Agriculture/Commercial/credit thru $250,000.

The standard quarterly rate as prescribed by Sec. 303.008 and 303.009 for the period of 10/01/04 - 12/31/04 is 18% for Commercial over $250,000.

The retail credit card quarterly rate as prescribed by Sec. 346.101 for the period of 10/01/04 - 12/31/04 is 18% for Consumer/Agriculture/Commercial/credit thru $250,000.

The standard annual rate as prescribed by Sec. 303.008 and 303.009 for the period of 10/01/04 - 12/31/04 is 18% for Consumer/Agriculture/Commercial/credit thru $250,000.

The retail credit card annual rate as prescribed by Sec. 303.009 for the period of 10/01/04 - 12/31/04 is 18% for Commercial over $250,000.

The judgment ceiling as prescribed by Sec. 304.003 for the period of 09/04 - 09/30/04 is 5% for Consumer/Agriculture/Commercial/credit thru $250,000.

The judgment ceiling as prescribed Sec. 304.003 for the period of 09/04 - 09/30/04 s 5% for Commercial over $250,000.

1Credit for personal, family or household use.
2Credit for business, commercial, investment or other similar purpose.
3For variable rate commercial transactions only.
4Only for open-end credit as defined in Sec. 301.002(14), Tex. Fin. Code.

TRD-200405506
Leslie L. Pettijohn
Commissioner
Office of Consumer Credit Commissioner
Filed: August 31, 2004

Texas Commission on Environmental Quality

Notice of a Public Hearing on Proposed Revisions to the State Implementation Plan

The Texas Commission on Environmental Quality (commission) will conduct a public hearing to receive comments concerning seven Agreed Orders with six companies in the Beaumont-Port Arthur (BPA) ozone nonattainment area, and a corresponding revision to the state implementation plan (SIP), under the requirements of Title 40 Code of Federal Regulations §51.102 of the United States Environmental Protection Agency (EPA) regulations concerning SIPs.

The current SIP revision incorporates certain voluntary emissions reductions, air monitoring improvements, and other actions which six companies in the BPA area have agreed to make. These voluntary measures are being undertaken to provide additional benefits to air quality in BPA, and represent the culmination of negotiations with certain environmental organizations and EPA. The commission is entering into Agreed Orders with each of the companies to make the voluntary measures enforceable.

A public hearing on this proposal will be held in Beaumont, Texas on October 7, 2004 at 7:00 p.m. in the Swan Room, South East Texas Regional Planning Commission, 2210 Eastex Freeway. The hearing will be structured for the receipt of oral or written comments by interested persons. Individuals may present oral statements when called upon in order of registration. There will be no open discussion during the hearing; however, an agency staff member will be available to discuss the proposal 30 minutes prior to the hearing and will answer questions before and after the hearing.
Persons with disabilities who have special communication or other accommodation needs who are planning to attend the hearing should contact the Office of Environmental Policy, Analysis, and Assessment at (512) 239-4900. Requests should be made as far in advance as possible.

Comments may be submitted to Mike Magee, MC 206, Office of Environmental Policy, Analysis, and Assessment, Texas Commission on Environmental Quality, P.O. Box 13087, Austin, Texas 78711-3087, or by fax to (512) 239-5687. All comments should reference Project Number 2004-084-SIP-NR, and must be received by 5:00 p.m., October 11, 2004. For further information, please contact Mike Magee at (512) 239-1511.

TRD-200404548
Stephanie Bergeron
Director, Environmental Law Division
Texas Commission on Environmental Quality
Filed: August 30, 2004

Notice of Opportunity to Comment on Default Orders of Administrative Enforcement Actions

The Texas Commission on Environmental Quality (TCEQ or commission) staff is providing an opportunity for written public comment on the listed Default Orders (DOs). The commission staff proposes a DO when the staff has sent an executive director's preliminary report and petition (EDPRP) to an entity outlining the alleged violations; the proposed penalty; and the proposed technical requirements necessary to bring the entity back into compliance; and the entity fails to request a hearing on the matter within 20 days of its receipt of the EDPRP. Similar to the procedure followed with respect to Agreed Orders entered into by the executive director of the commission in accordance with Texas Water Code (TWC), §7.075, this notice of the proposed order and the opportunity to comment is published in the Texas Register no later than the 30th day before the date on which the public comment period closes, which in this case is October 11, 2004. The commission will consider any written comments received and the commission may withdraw or withhold approval of a DO if a comment discloses facts or considerations that indicate a proposed DO is inappropriate, improper, inadequate, or inconsistent with the requirements of the statutes and rules within the commission’s jurisdiction, or orders and permits issued in accordance with the commission’s regulatory authority. Additional notice of changes to a proposed DO is not required to be published if those changes are made in response to written comments.

A copy of each proposed DO is available for public inspection at both the commission’s central office, located at 12100 Park 35 Circle, Building A, 3rd Floor, Austin, Texas 78753, (512) 239-3400 and at the applicable regional office listed as follows. Comments about the DO should be sent to the attorney designated for the DO at the commission’s central office at P.O. Box 13087, MC 175, Austin, Texas 78711-3087 and must be received by 5:00 p.m. on October 11, 2004. Comments may also be sent by facsimile machine to the attorney at (512) 239-3434. The commission’s attorneys are available to discuss the DOs and/or the notice of opportunity to comment with the public. All comments should reference Project Number 2004-084-SIP-NR.

(1) COMPANY: Clinton Rhodes dba H2O On Tap Water Hauler; DOCKET NUMBER: 2003-0043-AGR-E; TCEQ ID NUMBERS: 0270101 and RN102320330; LOCATION: 1401 County Road 342C, Marble Falls, Burnet County, Texas; TYPE OF FACILITY: potable drinking water supply; RULES VIOLATED: 30 TAC §850.44(g)(2)(X), by failing to collect bacteriological samples; PENALTY: $1,400; STAFF ATTORNEY: Benjamin Joseph de Leon, Litigation Division, MC 175, (512) 239-6929; REGIONAL OFFICE: Austin Regional Office, 1921 Cedar Bend Drive, Suite 150, Austin, Texas 78758-5336, (512) 339-2929.

(2) COMPANY: Craig Adams dba Hardy Stop (Formerly Hopper Food Corner); DOCKET NUMBER: 2003-1388-PST-E; TCEQ ID NUMBERS: 4720 and RN103017232; LOCATION: 1303 Hopper Road, Houston, Harris County, Texas; TYPE OF FACILITY: convenience store with retail sales of gasoline; RULES VIOLATED: 30 TAC §334.48(c), by failing to conduct inventory control; 30 TAC §334.50(b)(1)(A), (b)(2), (b)(2)(A)(I)(II), and (III), and (c)(1)(B)(ii), and TWC, §26.3475(a) and (c)(1), by failing to monitor the underground storage tank (UST) system for releases; 30 TAC §115.246(1), (3) - (6), and (7)(A), and Texas Health and Safety Code (THSC), §382.085(b), by failing to maintain Stage II vapor recovery records and to make immediately available for review upon request by authorized representatives maintenance logs for all repairs and/or replacements, proof of attendance and completion of Stage II training, and results of testing conducted at the station; 30 TAC §115.242(3) and THSC, §382.085(b), by failing to maintain the required components of the Stage II system in proper operating condition and free of defects; 30 TAC §115.242(4) and THSC, §382.085(b), by failing to maintain the Stage II system free of leaks; and 30 TAC §115.242(9) and THSC, §382.085(b), by failing to post operating instructions conspicuously on the front of each dispenser equipped with a Stage II system; PENALTY: $13,050; STAFF ATTORNEY: Deborah A. Bynum, Litigation Division, MC 175, (512) 239-1976; REGIONAL OFFICE: Houston Regional Office, 5425 Polk Avenue, Suite H, Houston, Texas 77023-1486, (713) 767-3500.

(3) COMPANY: Guadalupe Trevino dba GT Motor & Transmission Shop; DOCKET NUMBER: 2003-1228-WQ-E; TCEQ ID NUMBERS: R15STW0018 and RN102480279; LOCATION: 1241 East Expressway 83, San Benito, Cameron County, Texas; TYPE OF FACILITY: vehicle dismantling and repair shop; RULES VIOLATED: 30 TAC §281.25(a)(4), 40 Code of Federal Regulations (CFR), §122.26(a)(ii), and Texas Pollutant Discharge Elimination System General Permit Number TXR05000, by failing to obtain authorization to discharge storm water associated with industrial activity to waters in the state through an individual permit or by qualifying for the condition, no exposure certification for exclusion; PENALTY: $11,550; STAFF ATTORNEY: Lindsay Andrus, Litigation Division, MC 175, (512) 239-4761; REGIONAL OFFICE: Harlingen Regional Office, 1804 West Jefferson Avenue, Harlingen, Texas 78550-5247, (956) 425-6010.

(4) COMPANY: John Roof dba Roof Dairy; DOCKET NUMBER: 2001-0236-AGR-E; TCEQ ID NUMBERS: none; LOCATION: 2337 North County Road 1226, Godley, Johnson County, Texas; TYPE OF FACILITY: dairy; RULES VIOLATED: 30 TAC §321.39(f)(18), by failing to prohibit the entry of animals into the waste storage ponds and failing to prevent the growing of trees on the embankment of the waste pond; PENALTY: $3,200; STAFF ATTORNEY: James Biggins, Litigation Division, MC 175, (512) 239-1976; REGIONAL OFFICE: Dallas-Fort Worth Regional Office, 2309 Gravel Drive, Fort Worth, Texas 76118-6951, (817) 588-8916.

(5) COMPANY: Jan Enterprises, Inc., dba Niloak Lucky Lady; DOCKET NUMBER: 2003-0851-PST-E; TCEQ ID NUMBERS: 0045687 and RN10055977; LOCATION: 6728 North Davis Road, Houston, Harris County, Texas; TYPE OF FACILITY: convenience store with retail sales of gasoline; RULES VIOLATED: 30 TAC §37.815(a) and (b), by failing to demonstrate financial assurance for taking corrective action and for compensating third parties for bodily injury and property damage caused by accidental releases arising from the operation of the USTs; PENALTY: $3,200; STAFF ATTORNEY: James Biggins, Litigation Division, MC R-12, (713) 422-8916; REGIONAL OFFICE: Dallas-Fort Worth Regional Office, 2309 Gravel Drive, Fort Worth, Texas 76118-6951, (817) 588-5800.

IN ADDITION September 10, 2004 29 TexReg 8937
NOTICE OF PUBLIC HEARING BY THE TEXAS COMMISSION ON ENVIRONMENTAL QUALITY ON PROPOSED REVISIONS TO THE STATE IMPLEMENTATION PLAN

The Texas Commission on Environmental Quality (commission) will conduct a public hearing to receive comments concerning seven Agreed Orders with six companies in the Beaumont-Port Arthur (BPA) ozone nonattainment area, and a corresponding revision to the state implementation plan (SIP), under the requirements of Title 40 Code of Federal Regulations §51.102 of the United States Environmental Protection Agency (EPA) regulations concerning SIPs.

The current SIP revision incorporates certain voluntary emissions reductions, air monitoring improvements, and other actions which six companies in the BPA area have agreed to make. These voluntary measures are being undertaken to provide additional benefits to air quality in BPA, and represent the culmination of negotiations with certain environmental organizations and EPA. The commission is entering into Agreed Orders with each of the companies to make the voluntary measures enforceable.

A public hearing on this proposal will be held in Beaumont, Texas on October 7, 2004 at 7:00 p.m. in the Swan Room, South East Texas Regional Planning Commission, 2210 Eastex Freeway. The hearing will be structured for the receipt of oral or written comments by interested persons. Individuals may present oral statements when called upon in order of registration. There will be no open discussion during the hearing; however, an agency staff member will be available to discuss the proposal 30 minutes prior to the hearing and will answer questions before and after the hearing.

Persons with disabilities who have special communication or other accommodation needs who are planning to attend the hearing should contact the Office of Environmental Policy, Analysis, and Assessment at (512) 239-4900. Requests should be made as far in advance as possible.

Comments may be submitted to Mike Magee, MC 206, Office of Environmental Policy, Analysis, and Assessment, Texas Commission on Environmental Quality, P.O. Box 13087, Austin, Texas 78711-3087, or by fax to (512) 239-5687. All comments should reference Project Number 2004-084-SIP-NR, and must be received by 5:00 p.m., October 11, 2004. For further information, please contact Mike Magee at (512) 239-1511.

Issued in Austin, Texas, on August 25, 2004.
AGREED ORDERS FOR COMPANIES IN THE BEAUMONT-PORT ARTHUR AREA

TABLE OF CONTENTS

SECTION VI. CONTROL STRATEGY

A. Introduction (No change)

B. Ozone (No change)

C. Particulate Matter (No change)

D. Carbon Monoxide (No change)

E. Lead (No change)

F. Oxides of Nitrogen (No change)

G. Sulfur Dioxide (No change)

H. Conformity with the National Ambient Air Quality Standards (No change)

I. Site Specific (Revised)

J. Mobile Sources Strategies (No change)
AGREED ORDERS FOR COMPANIES IN THE
BEAUMONT-PORT ARTHUR AREA

LIST OF APPENDICES

A  ExxonMobil Oil Corporation, Jefferson County
B  Huntsman Petrochemical Corporation, Jefferson County, Port Neches Plant
C  Huntsman Petrochemical Corporation, Jefferson County, Port Arthur Plant
D  ISP Elastomers, Jefferson County
E  Mobil Chemical Company, Division of ExxonMobil Oil Corporation, Jefferson County
F  Motiva Enterprises LLC, Jefferson County
G  Premcor Refining Group, Inc., Jefferson County
AGREED ORDERS FOR COMPANIES IN THE BEAUMONT-PORT ARTHUR AREA

LIST OF TABLES

<table>
<thead>
<tr>
<th>Number</th>
<th>Table Name</th>
</tr>
</thead>
<tbody>
<tr>
<td>Table 2-1</td>
<td>Summary of Estimated Emissions Reductions from Agreed Order Projects</td>
</tr>
</tbody>
</table>
CHAPTER 1: GENERAL

1.1 BACKGROUND
“The History of the Texas State Implementation Plan (SIP),” a comprehensive overview of the SIP revisions submitted to EPA by the State of Texas, is available at the following website:
http://www.tnrrc.state.tx.us/oprd/sips/sipintro.html#History

The current SIP revision incorporates certain voluntary emissions reductions, air monitoring improvements, and other actions which six companies in the BPA area have agreed to make. These voluntary measures are being undertaken to provide additional benefits to air quality in BPA, and represent the culmination of negotiations with certain environmental organizations and EPA. The commission is entering into Agreed Orders with each of the companies to make the voluntary measures enforceable. Some of the emissions reduced are nitrogen oxides and volatile organic compounds, also referred to as ozone precursors. However, no specific credit for any of these voluntary measures is being taken in the current revision of the BPA SIP.

1.2 PUBLIC HEARING INFORMATION
The commission will hold a public hearing at the following time and location:

<table>
<thead>
<tr>
<th>CITY</th>
<th>DATE</th>
<th>TIME</th>
<th>LOCATION</th>
</tr>
</thead>
<tbody>
<tr>
<td>Beaumont</td>
<td>October 7, 2004</td>
<td>7:00 p.m.</td>
<td>Swan Room South East Texas Regional Planning Commission 2210 Eastex Freeway</td>
</tr>
</tbody>
</table>

A question and answer session will be held 30 minutes prior to the hearing. Written comments will also be accepted via mail, fax, or e-mail. Written comments must be submitted to the TCEQ by 5:00 p.m. on October 11, 2004 or in person at the October 7, 2004 public hearing.

Mail: Mike Magee, TCEQ, MC-206, P.O. Box 13087 Austin, TX 78711-3087
Fax: Mike Magee (512) 239-1511
E-mail: siprules@tceq.state.tx.us

1.3 SOCIAL AND ECONOMIC CONSIDERATIONS
Because this BPA SIP is based on a local voluntary initiative, the state has not performed an analysis of social and economic considerations.

1.4 FISCAL AND MANPOWER RESOURCES
The state has determined that its fiscal and manpower resources are adequate and will not be adversely affected through the implementation of this plan.
CHAPTER 2: SITE SPECIFIC SIP REVISION

2.1 OVERVIEW
The purpose of this site-specific SIP revision is to make certain voluntary emission reductions, projects, or activities undertaken by six Beaumont-Port Arthur companies at seven sites federally enforceable. The individual projects and associated emissions reductions, where applicable, are discussed below and summarized in Table 2-1.

2.2 ExxonMobil Oil Corporation, Jefferson County
Account Number JE-0067-1

1. Addition of a wet gas scrubber with oxygen enrichment to its Fluid Catalytic Cracking (FCC) unit. The scrubber has already been installed and the startup process has begun. This project was originally submitted to the TCEQ as a voluntary emissions reduction permit (VERP) project, and oxygen equipment was added to the process for purpose of throughput increase. There is no real calculable difference in the reductions with or without the oxygen enrichment.

2. Improved practices and maintenance procedures for the two ketone units to reduce fugitive emissions.

3. Installation of software program to improve data and system reliability of continuous emissions monitoring system (CEMS) and replacement of NOx and CO emission analyzers. There are no quantifiable reductions associated with this project.

4. Shutdown of six grandfathered boilers for the cogeneration unit. The actual shutdown is enforceable through TCEQ Air Quality Permit No. 19566.

5. Continued operation of two SO2 monitors as specified in the Agreed Order.

2.3 Huntsman Petrochemical Corporation, Jefferson County, Port Neches Plant
Account Number JE-0052-V

1. Installation of software program to improve data and system reliability. There are no quantifiable reductions associated with this project.

2.4 Huntsman Petrochemical Corporation, Jefferson County, Port Arthur Plant
Account Number JE-0135-Q

1. Control of benzene tanks by a thermal oxidizer system under TCEQ Air Quality Permit No. 16989.

2. Installation of software program to improve data and system reliability. There are no quantifiable reductions associated with this project.
2.5 **ISP Elastomers, Jefferson County**  
Account Number JE-0017-A

1. Shutdown of North Plant, resulting in the elimination of fugitive ammonia emissions.

2.6 **Mobil Chemical Company, Division of ExxonMobil Oil Corporation, Jefferson County**  
Account Number JE-0062-S

1. Shutdown of O&A (Olefins and Aromatics) plant boiler.

2. Removal of specific components from UDEX unit in O&A plant, as represented in TCEQ Air Quality Permit No. 18838.

3. Shutdown of the Chemical Specialties Plant sulfurized isobutylene unit authorized by TCEQ Air Quality Permit No. 3186.

2.7 **Motiva Enterprises LLC, Jefferson County**  
Account Number JE-0095-D

1. Shutdown of boilers 26 and 27.


3. Uncoupling of gas turbine generator 35 from boilers 34 and 35 and routing of the exhaust gas to the waste heat boiler, which will be controlled by selective catalytic reduction.

4. Will meet New Source Performance Standards (NSPS) requirements for three flares not otherwise not required to comply with these standards.

2.8 **Premcor Refining Group, Inc., Jefferson County**  
Account Number JE-0042-B

1. Replacement of existing fuel gas burners with Low-NOx burners, and reduction of the allowable cap in TCEQ Air Quality Permit No. 6825A.

2. Installation of a sulfur degassing system at the Sulfur Recover Unit, and reduction of the allowable cap in TCEQ Air Quality Permit No. 6825A.

3. Installation of software to improve data and system reliability in the CEMS systems for boilers and process heaters and the refinery process information system. There are no quantifiable reductions associated with this project.

4. Modifications to regenerative thermal oxidizer (RTO) for wastewater treatment unit #8742.

5. Installation of a wet gas scrubber for FCC unit #1241, and reduction of allowable cap under
TCEQ Air Quality Permit No. 6825A.

6. Installation of flue gas cooler on FCC unit #1241, and removal of CO boiler from service. The company will reduce its allowable cap under TCEQ Air Quality Permit No. 6825A.

Table 2-1: Summary of Estimated Emissions Reductions from Agreed Order Projects
(emissions reductions in tons per year)

<table>
<thead>
<tr>
<th>Company</th>
<th>VOC</th>
<th>NOx</th>
<th>H₂S</th>
<th>SO₂</th>
<th>Benzene</th>
<th>CO</th>
<th>Ammonia</th>
<th>Particulate matter</th>
</tr>
</thead>
<tbody>
<tr>
<td>ExxonMobil Oil Corporation</td>
<td>33</td>
<td>—</td>
<td>—</td>
<td>984.6</td>
<td>—</td>
<td>—</td>
<td>—</td>
<td>—</td>
</tr>
<tr>
<td>Huntsman (Port Neches)</td>
<td>—</td>
<td>—</td>
<td>—</td>
<td>—</td>
<td>—</td>
<td>—</td>
<td>—</td>
<td>—</td>
</tr>
<tr>
<td>Huntsman (Port Arthur)</td>
<td>—</td>
<td>—</td>
<td>—</td>
<td>2</td>
<td>—</td>
<td>—</td>
<td>—</td>
<td>—</td>
</tr>
<tr>
<td>ISP Elastomers</td>
<td>—</td>
<td>—</td>
<td>—</td>
<td>—</td>
<td>280</td>
<td>—</td>
<td>—</td>
<td>—</td>
</tr>
<tr>
<td>Mobil Chemical</td>
<td>165.5</td>
<td>160-180</td>
<td>0.2</td>
<td>—</td>
<td>4.17</td>
<td>—</td>
<td>—</td>
<td>—</td>
</tr>
<tr>
<td>Motiva</td>
<td>3.4</td>
<td>2030</td>
<td>—</td>
<td>65.4</td>
<td>—</td>
<td>83.8</td>
<td>—</td>
<td>12.4</td>
</tr>
<tr>
<td>Premcor</td>
<td>—</td>
<td>169</td>
<td>1.6</td>
<td>1100</td>
<td>—</td>
<td>40</td>
<td>—</td>
<td>—</td>
</tr>
<tr>
<td>TOTAL</td>
<td>201.9</td>
<td>2359-2379</td>
<td>1.8</td>
<td>11,050</td>
<td>2</td>
<td>128.0</td>
<td>280</td>
<td>12.4</td>
</tr>
</tbody>
</table>

2.9 AGREED ORDERS

The Agreed Orders that are the subject of this site-specific SIP revision are contained in Appendices A through G.
Appendix A

ExxonMobil Oil Corporation, Jefferson County
Appendix B

Huntsman Petrochemical Corporation, Jefferson County, Port Neches Plant
Appendix C

Huntsman Petrochemical Corporation, Jefferson County, Port Arthur Plant
Appendix D

ISP Elastomers, Jefferson County
Appendix E

Mobil Chemical Company, Division of ExxonMobil Oil Corporation,
Jefferson County
Appendix F

Motiva Enterprises LLC, Jefferson County
Appendix G

Premcor Refining Group, Inc., Jefferson County
WRITTEN AND ORAL TESTIMONY
## INDEX OF WRITTEN TESTIMONY

<table>
<thead>
<tr>
<th>Reference Number</th>
<th>Submitted by</th>
</tr>
</thead>
<tbody>
<tr>
<td>W-1</td>
<td>Clean Air and Water, Inc</td>
</tr>
<tr>
<td>W-2</td>
<td>Exxon Mobile, Corp</td>
</tr>
<tr>
<td>W-3</td>
<td>U. S. Environmental Protection Agency</td>
</tr>
</tbody>
</table>
FROM: Richard C. Harrel, President, Clean Air & Water, Inc., Beaumont, Texas, FAX (409) 880-1827

CONCERNING: PROJECT NO. 2004-084-SIP-NR and so called public hearing held October 7, 2004 at 7:00 p.m. in Beaumont, Texas.

The hearing was opened at 7:15 p.m. and the only people in attendance were myself and three other members of Clean Air & Water, Inc. Not one person representing the seven companies taking part in the so called voluntary agreed orders for emission reductions was present to answer questions. I made a brief statement and the hearing was closed. At least one person representing each company in the agreed orders should have been required to be present to answer questions from the public.

Most of the projects listed in the available handout "Agreed Orders for Companies in the Beaumont-Port Arthur Area" are already enforceable under existing TCEQ air quality permits and/or do not result in a reduction in emissions resulting from negotiations with environmental groups as stated in handout.

This whole process seems like a waste of time and money, but it will furnish the seven industries with some good PR, especially with TCEQ approval.
Mr. Gribbin

I have discussed with Janis Hudson a proposed revision to the ExxonMobil Beaumont Refinery AO to further clarify the SO2 reductions at the FCCU unit. We initially estimated the SO2 reductions for the Wet Gas Scrubber at about 10,000 tons per year. TCEQ confirmed that number at 9884 tpy. However, some of those credits were used elsewhere before this negotiation progressed and our numbers were not updated.

We propose that Paragraph 6 be revised in part as follows:

The parties agree that the emissions reduced pursuant to paragraphs 15 and 16; the sulfur dioxide (SO2) emission reductions in excess of 300 tons per year, but not to exceed 9400 tons per year, from the fluid catalytic cracking unit identified in paragraph 14; and the volatile organic compounds (VOC) emission reductions from the boilers identified in paragraph 17 will not be used for the purpose of offsetting or banking future emissions.

Please let me know if this revision is acceptable to the TCEQ. Thank you for your assistance.

Patricia F. Shenefelt, Refinery Attorney
Exxon Mobil Corporation
Beaumont Refinery MO #403
1795 Burt Street
Beaumont, Texas 77704-3311
PH (409)757-1664  FX (409)757-1528
Pager (409)868-5653
patricia.f.shenefelt@exxonmobil.com

This document may contain information that is confidential and exempt from disclosure under applicable law. If you are not the intended recipient, you are on notice that any unauthorized disclosure, copying, distribution or taking of any action in reliance on the contents of this document is prohibited.
Mr. Jim Muse  
Office of Environmental Policy, Analysis, and Assessment, MC 206  
Texas Commission on Environmental Quality  
P.O. Box 13087  
Austin, TX 78711-3087  

Dear Mr. Muse:

Thank you for the opportunity to comment on the seven Agreed Orders with six companies in the Beaumont-Port Arthur (BPA) ozone nonattainment area, and corresponding revision to the State Implementation Plan (SIP). We have reviewed the submission and are in full support of this proposed action by the Texas Commission on Environmental Quality (TCEQ).

The adoption of these orders, which the companies in the BPA area have voluntarily entered into with the Commission, will provide added benefit to the air quality in the BPA area. The Commission's adoption of these voluntary emission reductions, air monitoring improvements, and other actions agreed to by the companies will make the measures enforceable. Adoption of these measures will support the cooperative effort to achieve clean air for the BPA area that resulted from the negotiations between local environmental groups, local industry, TCEQ and the U.S. Environmental Protection Agency (EPA).

The EPA Region 6 Office looks forward to continuing to offer support during the Commission's process of submitting the revisions to the BPA SIP. Please feel free to contact me or Karla Richardson of my staff at (214) 665-8555 if we can be of further assistance.

Sincerely yours,

Thomas Diggs  
Chief  
Air Planning Section

cc: Erik Gibbons, TCEQ  
Kate Williams, TCEQ
<table>
<thead>
<tr>
<th>Reference Number</th>
<th>Submitted by</th>
</tr>
</thead>
<tbody>
<tr>
<td>O-1</td>
<td>Mr Richard Harrel</td>
</tr>
</tbody>
</table>
BE IT REMEMBERED THAT at approximately 7:15 p.m., on Thursday, the 7th day of October 2004, the above-entitled matter came on for hearing at the South East Texas Regional Planning Commission, 2210 Eastex Freeway, Swan Room, Beaumont, Texas, before ERIK GRIBBIN; and the following proceedings were reported by William C. Beardmore, a Certified Shorthand Reporter of:

KENNEDY
REPORTING
SERVICE
a record of excellence

1801 Lavaca • Suite 115 • Austin, Texas 78701 • 512-474-2233
MR. GRIBBIN: Good evening. I would like to welcome everyone to this public hearing being conducted by the Texas Commission on Environmental Quality.

My name is Erik Gribbin, and I'm with the Environmental Planning and Implementation Division. We are here this evening to receive oral and/or written comments concerning the proposed revisions to the state implementation plan -- or SIP -- for the Beaumont-Port Arthur nonattainment area.

The proposed SIP revisions for the Beaumont area include incorporation of seven agreed orders for the reduction of NO\textsubscript{x} emissions. Those seven orders are agreed order with ISP Elastomers, agreed order with ExxonMobil Corporation, agreed order with Huntsman Petrochemical Corporation-Port Arthur, agreed order with Mobil Chemical Company, a division of ExxonMobil Oil Corporation, agreed order with Motiva Enterprises, LLC, agreed order with Premcor Refining Group, Incorporated and agreed order with Huntsman Petrochemical Corporation of Port Neches.

If you intend to present oral testimony and haven't already signed in at our registration table near the entrance, please do so now. If you're not familiar with the...
proposed changes, copies of those proposals are available at the registration table.

For those of you who do not have access to the Internet to download the rules, we have a sheet available on the registration table. On your way out, you're welcome to fill in your name and address, and we will mail you a copy of the final revision of the SIPs and rules to you.

We will continue to accept written comments on this proposal until 5:00 p.m. on Monday, October 11, 2004. This hearing is structured strictly for the receipt of oral or written comments. Open discussion during the hearing is not allowed.

However, if anyone has any additional questions or comments regarding the proposal, there will be another opportunity after the hearing to have your questions answered. Oral testimony presented today and written comments received will be evaluated, and the TCEQ will develop a formal response to those comments.

We will now begin receiving testimony in the order in which you are registered. Once I call your name, if you will please state your name and who you represent and then present your testimony. If you would also approach a little closer to the table so that the microphones can pick you up for our Court Reporter.

So far we have one person registered to speak,
and that is Richard Harrel. Would you care to share your comments with us?

MR. HARREL: I will make a statement. My name is Richard Harrel. I'm the president of the citizens' organization, Clean Air and Water, Inc.

Why do you call this a hearing? This is not a hearing. This is a meeting. But there is no information really being given to anybody who attends. And if you walk in here without having time to read the SIP, which is on the table in the back, that is ridiculous.

This is not a hearing. That's not the way a hearing is run. It's informative as well as giving people an opportunity to speak for or against. In addition to that, the industrial parties that you're talking about, they are not even represented in this room.

The only people that are in this room at this hearing are four members of Clean Air and Water, Inc. What a waste of money, that you came down here to do this.

MR. GRIFFIN: Is there anybody else who would wish to submit comments for the record?

There being none, I think we will go on ahead and close this hearing, then. If there are no further comments, the hearing is now closed. We appreciate your comments, and we do thank you for coming down today.

(Proceedings concluded at 7:19 p.m.)

KENNEDY REPORTING SERVICE, INC.
(512) 474-2233
CERTIFICATE

STATE OF TEXAS )
COUNTY OF TRAVIS )

I, William C. Beardmore, a Certified Shorthand Reporter in and for the State of Texas, do hereby certify that the above-mentioned matter occurred as hereinbefore set out.

I FURTHER CERTIFY THAT the proceedings of such were reported by me or under my supervision, later reduced to typewritten form under my supervision and control and that the foregoing pages are a full, true, and correct transcription of the original notes.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12th day of October 2004.

William C. Beardmore
Certified Shorthand Reporter
CSR No. 918 - Expires 12/31/04
Kennedy Reporting Service, Inc.
Cambridge Tower
Firm No. 276
1801 Lavaca Street, Suite 115
Austin, Texas 78701

KENNEDY REPORTING SERVICE, INC.
(512) 474-2233
<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Clean Air & Water, Inc.

Representative: [Name]

Name and Address:

Concerning: BPA SIP Revision and Incorporation of Seven Agreed Orders

Location: Southeast Regional Planning Commission Date: October 7, 2004

Public Hearing Registration

Texas Natural Resource Conservation Commission
<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Yes</td>
<td>No</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Yes</td>
<td>No</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Yes</td>
<td>No</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Yes</td>
<td>No</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Yes</td>
<td>No</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Yes</td>
<td>No</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(name)

(please print) (please print)

Name and Address

Concerning: BPA SIP Revision and Incorporation of Seven Agreed Orders

Location: Southeast Regional Planning Commission Date: October 7, 2004

Public Hearing Registration

Texas Natural Resource Conservation Commission
EVALUATION OF TESTIMONY
Texas Commission on Environmental Quality
INTEROFFICE MEMORANDUM

To: Glenn Shankle, Executive Director  
Thru: David C. Schanbacher, P.E., Chief Engineer  
From: Candy Garrett, Division Director  
Environmental Planning and Implementation Division  
Date: October 28, 2004

Subject: Rule Project No. 2004-084-SIP-NR  
SIP for Agreed Orders for Companies in the Beaumont-Port Arthur Ozone Nonattainment Area

Summary
On October 27, 2004, the commission adopted a Statement Implementation Plan indicating the Beaumont-Port Arthur ozone nonattainment area would be in attainment of the 1-hour ozone standard in 2005 and the 8-hour ozone standard in 2007. The purpose of this site-specific SIP revision is to make certain voluntary emission reductions and other actions undertaken by seven Beaumont-Port Arthur companies federally enforceable. The commitment to undertake these voluntary measures came about as the result of negotiations with the environmental litigants who filed the original BPA transport lawsuit with the Fifth Circuit Court of Appeals.

The companies (all are located in Jefferson County) are listed below:
- Exxon/Mobil Oil Corporation
- Hunts Petrochemical Corporation (A) Port Neches Plant and (B) Port Arthur Plant
- ISP Elastomers
- Mobil Chemical Company, Division of Exxon Mobil Oil Corporation
- Motiva Enterprises LLC
- Premcor Refining Group, Inc.

The projects include installation of scrubbers, low-NOx burners, and thermal oxidizers, shutdown of certain units, and updated software programs to improve data and system reliability. Emissions reductions totaling approximately about 14,000 tons per year, including SO2, NOx, VOC, and CO are being obtained. The companies are also funding additional air monitors and paying for public environmental outreach programs.

These projects are undertaken by the companies at their own initiative and not because of regulatory requirements. Some of the projects will require Air Quality permits before being implemented.

Specific credit is not taken in the current BPA attainment demonstration because the negotiations were concluded after the SIP had been finalized.

A public hearing was held on October 7, 2004, at the Southeast Regional Planning Commission. Five people signed in and one person gave oral testimony. The comment period closed on Monday, October 11, 2004.
Re: Rule Project No. 2004-053-SIP-A1

Significant changes from proposal
Exxon/Mobil indicated that the draft Agreed Order was incorrect. The Company has used 400 tons per year of credit for sulfur dioxide. Therefore, the correct amount for Exxon/Mobil’s reduction is approximately 9400 tpy for SO₂. In addition, Exxon/Mobil requested for administration purposes that their Order be revised and adopted as two separate orders to clearly specify the reductions at two separate facilities. Table 2-1 has been updated with the appropriate emission reductions.

Summary of comments
Comments were received from EPA, Exxon/Mobil, and Clean Air & Water, Inc. EPA supported the orders because of the added benefits to air quality in the Beaumont-Port Arthur area and the actions being taken to make the measures enforceable. Clean Air & Water stated that the measures are already enforceable under existing air quality permits or do not result in reductions of emissions. Clean Air & Water also stated that a person representing each company should be required to attend the meeting and to respond to questions from the public. Clean Air & Water questioned the format of the hearing.

Legislative interest
No issues of major legislative interest have been identified.

Agency contacts:
Erik Gribbin, Program Lead, 239-2590
Janis Hudson, Staff Attorney, 239-0466
Jennifer Delk, Texas Register Coordinator, 239-4712

Attachments

cc: Executive Director’s Office
    David Schanbacher, P.E.
    Brian Christian
    Derek Seal
    Ashley K. Wadick
    Randolph Wood
    Jim Muse
    Office of General Counsel
    Jennifer Delk

cc (without attachments):
    Erik Gribbin, Program Lead
    Janis Hudson, Staff Attorney
    Ileana Isern-Flecha, Program Liaison
    Candy Garrett
Beaumont/Port Arthur State Implementation Plan Revision to Incorporate Agreed Orders: Response to Comments

The commission received comments from the United States Environmental Protection Agency (EPA), Exxon/Mobil, Clean Air and Water (CAW) and one individual.

The EPA expressed its full support for the proposed SIP revision. The EPA stated that adoption of the agreed orders and SIP revision along with air monitoring improvements, and other actions agreed to by industry in the Beaumont/Port Arthur (BPA) area would provide added benefit to the air quality in the BPA area.

The commission agrees with the U.S. EPA and looks forward to working with that agency to continue improving air quality in the BPA area.

In oral and written comments, CAW and an individual expressed concern that the companies who were party to the agreed orders were not represented at the public hearing.

TCEQ is responsible for the public hearing process. The Administrative Orders are prepared by TCEQ staff. The purpose of the public hearing is to take input from the public about the Administrative Orders. The commission always encourages individuals and companies to participate in the public comment process. Each individual or stakeholder must make their own decision as to whether to attend public hearings.

In oral comments, CAW expressed concern that there was not enough information on the proposed SIP revision available to interested parties.

The commission disagrees with this comment. The proposed SIP revision was posted to the commission’s web site on August 9, 2004, which was more than two weeks prior to the commission meeting to propose this change, and a hard copy was available in the Chief Clerk’s Office prior to the hearing. In addition, an opportunity to listen to commissioners’ discussions was available to individuals or parties who wished to attend the commission’s open meeting. Copies of the proposed SIP revision were made available at the public hearing and a TCEQ staff person was on hand to discuss the SIP revision and answer stakeholder questions prior to the public hearing.

In written comments, CAW asserts that the agreed orders included in the proposed SIP revision “are already enforceable under existing TCEQ air quality permits and/or do not result in a reduction in emissions resulting from negotiations with environmental groups as stated in handout.”

The emissions reductions included in the proposed SIP revision are the result of negotiations between environmental groups and the participating industries, and are voluntary in nature. Not all of these reductions are currently included in permits. Furthermore, without the agreed orders, the reductions already enforceable under existing permits could be used by the companies for offsets or banking for future projects. By assigning the reductions to the agreed orders, the companies are surrendering the right to use the reductions in this way. In addition to actions which have reduced or will reduce emissions in the future, commitments by three of the companies to use software to better manage their
facilities and expected to benefit air quality are not included in nor required to be included in permits. The agreed order and SIP revision process is an acceptable mechanism to make these voluntary commitments federally enforceable.

ExxonMobil stated that Table 2-1 has incorrect information. ExxonMobil has reduced the tons per year of SO2 emissions that will be reduced each year. ExxonMobil asked that the one Agreed Order for the Mobil Chemical Plant be split into two separate orders so the required actions are associated with the correct account and regulated entity numbers assigned by the commission.

TCEQ agrees with the changes proposed. Table 2-1 has been corrected. The agreed order for the Mobil Chemical Plant has been split into two separate agreed orders and the agreed order for the ExxonMobil Refinery has been modified as well.
STAFF RECOMMENDATIONS
REVISIONS TO THE STATE IMPLEMENTATION PLAN (SIP)

AGREED ORDERS FOR COMPANIES IN THE
BEAUMONT-PORT ARTHUR AREA

TEXAS COMMISSION ON ENVIRONMENTAL QUALITY
P.O. BOX 13087
AUSTIN, TEXAS  78711-3087

PROJECT NO. 2004-084-SIP-NR

Adopted
December 15, 2004
SECTION VI. CONTROL STRATEGY

A. Introduction (No change)
B. Ozone (No change)
C. Particulate Matter (No change)
D. Carbon Monoxide (No change)
E. Lead (No change)
F. Oxides of Nitrogen (No change)
G. Sulfur Dioxide (No change)
H. Conformity with the National Ambient Air Quality Standards (No change)
I. Site Specific (Revised)
J. Mobile Sources Strategies (No change)
AGREED ORDERS FOR COMPANIES IN THE
BEAUMONT-PORT ARTHUR AREA

LIST OF APPENDICES

A  ExxonMobil Oil Corporation, Jefferson County

B  Huntsman Petrochemical Corporation, Jefferson County, Port Neches Plant

C  Huntsman Petrochemical Corporation, Jefferson County, Port Arthur Plant

D  ISP Elastomers, Jefferson County

E  Mobil Chemical Company, Division of ExxonMobil Oil Corporation, Jefferson County

F  Motiva Enterprises LLC, Jefferson County

G  Premcor Refining Group, Inc., Jefferson County

H  Mobil Chemical Company, Division of ExxonMobil Oil Corporation, Jefferson County
# LIST OF TABLES

<table>
<thead>
<tr>
<th>Number</th>
<th>Table Name</th>
</tr>
</thead>
<tbody>
<tr>
<td>Table 2-1</td>
<td>Summary of Estimated Emissions Reductions from Agreed Order Projects</td>
</tr>
</tbody>
</table>
CHAPTER 1: GENERAL

1.1 BACKGROUND

“The History of the Texas State Implementation Plan (SIP), ” a comprehensive overview of the SIP revisions submitted to EPA by the State of Texas, is available at the following website:
http://www.tnrrc.state.tx.us/oprd/sips/sipintro.html#History

The current SIP revision incorporates certain voluntary emissions reductions, air monitoring improvements, and other actions which six companies in the BPA area have agreed to make. These voluntary measures are being undertaken to provide additional benefits to air quality in BPA, and represent the culmination of negotiations with certain environmental organizations and EPA. The commission is entering into Agreed Orders with each of the companies to make the voluntary measures enforceable. Some of the emissions reduced are nitrogen oxides and volatile organic compounds, also referred to as ozone precursors. However, no specific credit for any of these voluntary measures is being taken in the current revision of the BPA SIP.

1.2 PUBLIC HEARING INFORMATION

The commission held a public hearing on October 7, 2004, at the offices of the Southeast Texas Regional Planning Commission. A question and answer session was held 30 minutes prior to the hearing. In addition, written comments were accepted via mail, fax, and e-mail. The comment period closed at 5:00 p.m. on October 11, 2004.

1.3 SOCIAL AND ECONOMIC CONSIDERATIONS

The state has not performed an analysis of social and economic considerations because this BPA SIP is based on a local voluntary initiative.

1.4 FISCAL AND MANPOWER RESOURCES

The state has determined that its fiscal and manpower resources are adequate and will not be adversely affected through the implementation of this plan.
CHAPTER 2: SITE SPECIFIC SIP REVISION

2.1 OVERVIEW
The purpose of this site-specific SIP revision is to make certain voluntary emission reductions, projects, or activities undertaken by six Beaumont-Port Arthur companies at eight sites federally enforceable. The individual projects and associated emissions reductions, where applicable, are discussed below and summarized in Table 2-1.

2.2 ExxonMobil Oil Corporation, Jefferson County
Account Number JE-0067-1

1. Addition of a wet gas scrubber with oxygen enrichment to its Fluid Catalytic Cracking (FCC) unit. The scrubber has already been installed and the startup process has begun. This project was originally submitted to the TCEQ as a voluntary emissions reduction permit (VERP) project, and oxygen equipment was added to the process for the purpose of throughput increase. There is no real calculable difference in the reductions with or without the oxygen enrichment.

2. Improved practices and maintenance procedures for the two ketone units to reduce fugitive emissions.

3. Installation of software program to improve data and system reliability of continuous emissions monitoring system (CEMS) and replacement of NOx and CO emission analyzers. There are no quantifiable reductions associated with this project.

4. Shutdown of six grandfathered boilers for the cogeneration unit. The actual shutdown is enforceable through TCEQ Air Quality Permit No. 19566.

5. Continued operation of two SO2 monitors as specified in the Agreed Order.

2.3 Huntsman Petrochemical Corporation, Jefferson County, Port Neches Plant
Account Number JE-0052-V

1. Installation of software program to improve data and system reliability. There are no quantifiable reductions associated with this project.

2.4 Huntsman Petrochemical Corporation, Jefferson County, Port Arthur Plant
Account Number JE-0135-Q

1. Control of benzene tanks by a thermal oxidizer system under TCEQ Air Quality Permit No. 16989.

2. Installation of software program to improve data and system reliability. There are no quantifiable reductions associated with this project.
2.5 ISP Elastomers, Jefferson County  
Account Number JE-0017-A

1. Shutdown of North Plant, resulting in the elimination of fugitive ammonia emissions.

2.6 Mobil Chemical Company, Division of ExxonMobil Oil Corporation, Jefferson County  
Account Number JE-0062-S

1. Shutdown of O&A (Olefins and Aromatics) plant boiler.

2. Removal of specific components from UDEX unit in O&A plant, as represented in TCEQ Air Quality Permit No. 18838.

2.7 Motiva Enterprises LLC, Jefferson County  
Account Number JE-0095-D

1. Shutdown of boilers 26 and 27.


3. Uncoupling of gas turbine generator 35 from boilers 34 and 35 and routing of the exhaust gas to the waste heat boiler, which will be controlled by selective catalytic reduction.

4. Will meet New Source Performance Standards (NSPS) requirements for three flares not otherwise required to comply with these standards.

2.8 Premcor Refining Group, Inc., Jefferson County  
Account Number JE-0042-B

1. Replacement of existing fuel gas burners with Low-NOx burners, and reduction of the allowable cap in TCEQ Air Quality Permit No. 6825A.

2. Installation of a sulfur degassing system at the Sulfur Recovery Unit, and reduction of the allowable cap in TCEQ Air Quality Permit No. 6825A.

3. Installation of software to improve data and system reliability in the CEMS systems for boilers and process heaters and the refinery process information system. There are no quantifiable reductions associated with this project.

4. Modifications to regenerative thermal oxidizer (RTO) for wastewater treatment unit #8742.

5. Installation of a wet gas scrubber for FCC unit #1241, and reduction of allowable cap under TCEQ Air Quality Permit No. 6825A.

6. Installation of flue gas cooler on FCC unit #1241, and removal of CO boiler from service. The company will reduce its allowable cap under TCEQ Air Quality Permit No. 6825A.
2.9 Mobil Chemical Company, Division of ExxonMobil Oil Corporation, Jefferson County
Account Number JE-0064-O

1. Shutdown of the Chemical Specialties Plant sulfurized isobutylene unit authorized by TCEQ Air Quality Permit No. 3186.

Table 2-1: Summary of Estimated Emissions Reductions from Agreed Order Projects
(emanations reductions in tons per year)

<table>
<thead>
<tr>
<th>Company</th>
<th>VOC</th>
<th>NOx</th>
<th>H₂S</th>
<th>SO₂</th>
<th>Benzene</th>
<th>CO</th>
<th>Ammonia</th>
<th>Particulate Matter</th>
</tr>
</thead>
<tbody>
<tr>
<td>ExxonMobil Oil Corporation (2.2)</td>
<td>33</td>
<td>2</td>
<td>94</td>
<td>0</td>
<td>-</td>
<td></td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Huntsman (Port Neches) (2.3)</td>
<td>2</td>
<td>0</td>
<td></td>
<td>0</td>
<td>-</td>
<td></td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Huntsman (Port Arthur) (2.4)</td>
<td>2</td>
<td>0</td>
<td>2</td>
<td>0</td>
<td>-</td>
<td></td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>ISP Elastomers (2.5)</td>
<td>165.5</td>
<td>160-180</td>
<td>0.2</td>
<td>4.17</td>
<td>-</td>
<td>280</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Mobil Chemical (2.6, 2.9)</td>
<td>3.4</td>
<td>2030</td>
<td>65.4</td>
<td>83.8</td>
<td>-</td>
<td>12.4</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Premcor (2.8)</td>
<td>169</td>
<td>1.6</td>
<td>1100</td>
<td>40</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>TOTAL</td>
<td>201.9</td>
<td>2359-2379</td>
<td>1.8</td>
<td>10.565.4</td>
<td>2</td>
<td>128.0</td>
<td>280</td>
<td>12.4</td>
</tr>
</tbody>
</table>

2.10 AGREED ORDERS
The Agreed Orders that are the subject of this site-specific SIP revision are contained in Appendices A through H.
Appendix A

ExxonMobil Oil Corporation, Jefferson County
AGREED ORDER

The Texas Commission on Environmental Quality (the Commission or TCEQ) and ExxonMobil Oil Corporation (the Company) enter into this Agreed Order for the purpose of achieving reductions and improved monitoring of emissions, and to make those reductions and monitoring requirements enforceable by TCEQ and the United States Environmental Protection Agency (EPA) in the Beaumont/Port Arthur ozone nonattainment area (BPA area). The Commission and the Company agree that these reductions and improved monitoring of emissions by the Company will improve air quality in BPA. As part of this continuing local effort, the Company has voluntarily agreed to reduce emissions as agreed herein.

The Commission hereby orders the Company to comply with the requirements herein regarding control of emissions from the facilities referenced below, pursuant to §§ 382.011, 382.012, 382.016, 382.023, 382.024, and 382.025 of Texas Health & Safety Code, Chapter 382 (the Texas Clean Air Act [TCAA]), and §§ 101 and 110 of the Federal Clean Air Act, 42 U.S.C. § 7401 et. seq., (FCAA) for the purpose of revising the Texas SIP.
I. STIPULATIONS

For the purpose of this Agreed Order, the parties have agreed and stipulated as follows:

1. Section 101 of the FCAA states that the one of the purposes of the FCAA is to protect and enhance the quality of the Nation’s air resources, and a primary goal of the FCAA is to encourage or otherwise promote reasonable Federal, State and local governmental actions, consistent with the provisions of the FCAA, for pollution prevention. Section 110 of the FCAA requires Texas to submit SIP revisions to the United States Environmental Protection Agency (EPA) for approval and to demonstrate that such SIP revisions provide for protection of the National Ambient Air Quality Standards (NAAQS).

2. Sections 382.011 and 382.012 of the TCAA provide authority for the Commission to control the quality of the state’s air and prepare and develop a general, comprehensive plan for the proper control of the state’s air; § 382.016 of the TCAA provides the Commission’s authority for measuring and monitoring the emission of air contaminants; and §§ 382.023, 382.024, and 382.025 of the TCAA provide the Commission’s authority to issue orders. The issuance of this Order is in compliance with the TCAA.

3. The Commission and the Company agree that the Commission has jurisdiction to enter this Agreed Order, and the Company is subject to the Commission’s jurisdiction.

4. In order to better safeguard the air resources of this state, the Company agrees to comply with the terms of this Order.

5. The Commission and the Company acknowledge that the Company has entered into this Order voluntarily. Nothing in this Order shall be interpreted as evidence that the Company is causing or contributing to a violation of the NAAQS or is in any respect non-compliant with any
federal, state or local law and nothing in this Order shall impair the Company’s compliance history. The Company is subject to enforcement action by the TCEQ for failure to comply with this Order. Violations of this Order shall be subject to the Commission’s rules regarding Compliance History in 30 Tex. Admin. Code Chapter 60.

6. The parties agree that this Order will be submitted to the EPA as a revision to the Texas SIP within 60 days of its final execution and approval by the Commission. The parties agree that the emissions reductions achieved pursuant to this Order are not otherwise required by federal or state law. The parties agree that the emissions reduced pursuant to paragraphs 15 and 16; the sulfur dioxide (SO₂) emission reductions in excess of 300 tons per year, but not to exceed 9400 tons per year, from the fluid catalytic cracking unit identified in paragraph 14; and the volatile organic compounds (VOC) emission reductions from the boilers identified in paragraph 17 will not be used for the purpose of offsetting or banking future emissions.

7. Nothing in this Order supercedes any requirement of the TCAA or the rules and requirements of the Commission.

8. The Company owns and operates an oil refinery, located at 1795 Burt Street, Beaumont, Jefferson County, Texas (the plant).

9. The plant consists of one or more sources as defined in § 382.003(12) of the TCAA.

10. Monitoring, recordkeeping, reporting, and testing necessary to demonstrate compliance with this Order shall be conducted as specified in the commission’s rules and requirements, or where applicable in any commission authorization, in addition to any requirement contained in this Order to demonstrate compliance with stipulations 14-18, except that records shall be maintained until the latter of five years from the date of this Order or five years from the dates of compliance in
stipulations 14-18 below. The Company shall make records available upon request by the TCEQ or any other air pollution control agency with jurisdiction. No shut-down shall be deemed in compliance with this Order unless operation of the facility is precluded by physically disconnecting the facility from both the process and all utilities and support equipment, and permanently removed from service. For the shut-down of units which occur after the date of this Order, the Company shall notify the TCEQ in writing no later than thirty days after the date of shut-down. The notification shall include documentation of the method used to shut down the facility. The Company understands that TCEQ shall remove the shutdown facilities from the TCEQ inventory of the BPA area. The Company shall take appropriate action with the TCEQ to alter its permit to remove the facilities from the permit or any permit by rule registration.

11. This Order does not authorize or prohibit any modification of the Plant listed above. Within 60 days of its final execution and approval by the Commission, the Company is ordered to submit the appropriate application or registration documentation to the TCEQ’s Office of Permitting, Remediation and Registration for any authorization necessary to implement the requirements of this Order, including revision of its existing federal operating permit or application to include the applicable requirements of this Order.

12. Nothing in this Order shall preclude the Company from including the reductions in emissions from the change in operation or shutdown of the facilities at the plant in the Company’s application for any voluntary emissions reduction permit (VERP), as authorized by 30 TAC Chapter 116, Subchapter H, however, nothing in this Order shall assure the eligibility of such reductions for inclusion in any application for any VERP.
13. Notwithstanding any other provision of this Order, any delays in or failure of performance by the Company, its contractors or any entity controlled by the Company under this Order caused by an act of God, war, strike, riot, or other catastrophe beyond the control of the company (Force Majeure), despite the Company’s best efforts to anticipate and address the potential Force Majeure event such that the delay or failure of performance is minimized to the extent possible, shall not constitute a violation of this Order. The Company has the burden of establishing that such an event has occurred. In the event the Company’s performance under this Order is prevented by the Force Majeure condition, the Company shall notify the TCEQ within seven (7) business days of the causes, all measures taken to avoid and minimize the event and estimated duration of such condition, and shall keep TCEQ advised of the progress in eliminating such condition, and proceed with compliance with this Order as expeditiously as practicable.

14. By April 1, 2004, the Company installed a wet gas scrubber on the fluid catalytic cracking unit Emission Point Number (EPN) 06ST_003 for reduction in emissions of sulfur dioxide.

15. On or before December 31, 2005, the Company will implement improved practices and maintenance procedures for the two ketone units to reduce fugitive emissions reported under EPNs 41FUG_001, 41FUG_002, 42FUG_001, and 42FUG_002 for the purpose of reducing solvent loss through emissions of volatile organic compounds. The Company will implement the improvements by preparing a written plan which describes the specific work practices and maintenance procedures and by directing operation and maintenance personnel to follow the plan. The Company will keep a copy of the plan on site, available for inspection by TCEQ or any air pollution control agency with jurisdiction.
16. By July 31, 2004, the Company installed and configure Vivicom Software, and replace PtR-4 NOx and CO emission analyzers. The purpose of the software is to provide improved tracking of actual emissions as compared to permit limits and other applicable emission standards, and provide more timely notice of emissions variations enabling better operator response and corrective action by the Company. The Company will continue use of the software, including any upgrades or updates as they become available. The company may, if necessary, replace or upgrade the software with that of equivalent or greater capabilities.

17. By May 1, 2006, the Company will shut down the following boilers and amend Air Quality Permit #19566:

   EPN 56SKT_015
   EPN 56STK_016
   EPN 56STK_017
   EPN 56STK_018
   EPN 56STK_019
   EPN 57STK_032

18. The Company will continue to operate two monitors for collection of data regarding emissions of sulfur dioxide (SO₂) and comply with the Order Provision #2 of the Agreed Order entered into between the Company and TCEQ, Docket No. 97-0827-AIR-E until EPA has determined that BPA has attained the 8-hour ozone standard and redesignated the area as in attainment, or until December 31, 2008, whichever is later.
II. ORDER

It is therefore ordered by the Texas Commission on Environmental Quality that ExxonMobil Oil Corporation, shall, from and after the date of this Agreed Order, take the actions as specified 14-18 above, and maintain compliance with this Order.

The provisions of this Agreed Order shall apply to and be binding upon ExxonMobil Oil Corporation, its successors, assigns and upon those persons in active concert or participation with them. The Authorized Representative of the Company signing this document represents that it is duly authorized to execute this Order and is duly authorized to bind the Company, its officers, directors, employees, agents, servants, authorized representatives, successors, subsequent purchasers and assigns to this Order. ExxonMobil Oil Corporation is hereby ordered to give notice of this Agreed Order to any successor in interest prior to transfer of ownership of all or any part of its plant, located at 1795 Burt Street, Beaumont, Jefferson County, Texas and within ten days of any such transfer, provide the Texas Commission on Environmental Quality with written notice via certified mail that such notice of transfer has been given.

No extensions of the deadlines in this Order shall be granted.
The Chief Clerk shall provide a copy of this Order to each of the parties.

PASSED AND APPROVED at the regular meeting of the Texas Commission on Environmental Quality on DEC 15 2004.

TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

[Signature]
For the Commission
I am authorized to agree to the attached Agreed Order on behalf of the entity indicated below my signature, and do hereby agree to the terms and conditions specified therein.

Lydia González-Gromatzky
Deputy Director, Office of Legal Services
Texas Commission on Environmental Quality

[Name]
Authorized Representative of
ExxonMobil Oil Corporation

Lydia Gonzalez-Gromatzky Date 10/27/04
Deputy Director, Office of Legal Services
Texas Commission on Environmental Quality

10/27/04 Date

9
Appendix B

Huntsman Petrochemical Corporation, Jefferson County, Port Neches Plant
AGREED ORDER

The Texas Commission on Environmental Quality (the Commission or TCEQ) and Huntsman Petrochemical Corporation (the Company) enter into this Agreed Order for the purpose of achieving reductions and to make those reductions enforceable by TCEQ and the United States Environmental Protection Agency (EPA) in the Beaumont/Port Arthur ozone nonattainment area (BPA). The Commission and the Company agree that these reductions by the Company will improve air quality in BPA. As part of this continuing local effort, the Company has voluntarily agreed to undertake and complete the project described below as agreed herein.

The Commission hereby orders the Company to comply with the requirements herein pursuant to §§ 382.011, 382.012, 382.016, 382.023, 382.024, and 382.025 of Texas Health & Safety Code, Chapter 382 (the Texas Clean Air Act [TCAA]), and §§ 101, 110 and 112 of the Federal Clean Air Act, 42 U.S.C. § 7401 et. seq., (FCAA) for the purpose of revising the Texas SIP.
I. STIPULATIONS

For the purpose of this Agreed Order, the parties have agreed and stipulated as follows:

1. Section 101 of the FCAA states that the one of the purposes of the FCAA is to protect and enhance the quality of the Nation’s air resources, and a primary goal of the FCAA is to encourage or otherwise promote reasonable Federal, State and local governmental actions, consistent with the provisions of the FCAA, for pollution prevention. Section 110 of the FCAA requires Texas to submit SIP revisions to the United States Environmental Protection Agency (EPA) for approval and to demonstrate that such SIP revisions provide for protection of the National Ambient Air Quality Standards (NAAQS). Section 112 of the FCAA provides for the control of hazardous air pollutants, and if NAAQS emissions or precursor emissions are affected by a section 112 action, they may be submitted for approval into a SIP.

2. Sections 382.011 and 382.012 of the TCAA provide authority for the Commission to control the quality of the state’s air and prepare and develop a general, comprehensive plan for the proper control of the state’s air; § 382.016 of the TCAA provides the Commission’s authority for measuring and monitoring the emission of air contaminants; and §§ 382.023, 382.024, and 382.025 of the TCAA provide the Commission’s authority to issue orders. The issuance of this Order is in compliance with the TCAA.

3. The Commission and the Company agree that the Commission has jurisdiction to enter this Agreed Order, and the Company is subject to the Commission’s jurisdiction.

4. The Company agrees to comply with the terms of this Order.

5. The Commission and the Company acknowledge that the Company has entered into this Order voluntarily. Nothing in this Order shall be interpreted as evidence that the Company is causing or contributing to a violation of the NAAQS or is in any respect non-compliant with any
federal, state or local law. This Order shall not impair or adversely affect the Company’s compliance history, except that if the Company is subject to enforcement action by the TCEQ for failure to comply with this Order, any such violation shall be subject to the Commission’s rules regarding Compliance History in 30 Tex. Admin. Code Chapter 60.

6. The parties agree that this Order will be submitted to the EPA as a revision to the Texas SIP within 60 days of its final execution and approval by the Commission. The parties agree that the emissions reductions achieved pursuant to this Order are not otherwise required by federal or state law and will not be used for the purpose of offsetting or banking future emissions.

7. Nothing in this Order supersedes any requirement of the TCAA or the rules and requirements of the Commission.

8. The Company owns and operates a C4 and Oxides and Olefins plant, located at 2701 Spur 136, Port Neches, Jefferson County, Texas (the plant).

9. The plant consists of one or more sources as defined in § 382.003(12) of the TCAA.

10. Monitoring, recordkeeping, reporting, and testing necessary to demonstrate compliance with this Order shall be conducted as specified in the commission’s rules and requirements, or where applicable in any commission authorization, in addition to any requirement contained in this Order to demonstrate compliance with paragraph 14 below, except that records shall be maintained until the latter of five years from the date of this Order or five years from the dates of compliance in paragraph 14. The Company shall make records available upon request by the TCEQ or any other air pollution control agency with jurisdiction.

11. This Order does not authorize or prohibit any modification of the plant listed above.

12. Notwithstanding any other provision of this Order, any delays in or failure of performance by the Company, its contractors or any entity controlled by the Company under this
Order caused by an act of God, war, strike, riot, or other catastrophe beyond the control of the company (Force Majeure), despite the Company's best efforts to anticipate and address the potential Force Majeure event such that the delay or failure of performance is minimized to the extent possible, shall not constitute a violation of this Order. The Company has the burden of establishing that such an event has occurred. In the event the Company's performance under this Order is prevented by the Force Majeure condition, the Company shall notify the TCEQ within seven (7) business days of the causes, all measures taken to avoid and minimize the event and estimated duration of such condition, and shall keep TCEQ advised of the progress in eliminating such condition, and proceed with compliance with this Order as expeditiously as practicable.

13. All notifications required by this Order (unless otherwise specified herein) shall be sent to:

TCEQ Region 10 Office
3870 Eastex Freeway
Beaumont, Texas 77703-1892

Notifications required by this Order shall not substitute for any other notification requirement of the Commission or the TCAA.

14. On or before December 31, 2004, the Company will install and configure for use E!CEMS Software to improve data and system reliability regarding electronic data gathered for compliance purposes. The new system is designed to improve tracking of emissions and allow quicker response to potential problems. The Company may, in its sole discretion, replace or upgrade the E!CEMS Software with equipment or software of equivalent or greater capabilities. In the event the Company elects to replace or upgrade the software, it shall provide the Commission with thirty (30) day written notice of its intention and shall not replace or upgrade the software without approval from the Commission. Failure of the Commission to object to a proposed upgrade or
replacement within thirty (30) days of notice from the Company shall be deemed approval of the proposed upgrade or replacement.

II. ORDER

It is therefore ordered by the Texas Commission on Environmental Quality that Huntsman Petrochemical Corporation, shall, from and after the date of this Agreed Order, maintain compliance with this Order.

The provisions of this Agreed Order shall apply to and be binding upon Huntsman Petrochemical Corporation, its successors, assigns and upon those persons in active concert or participation with them. The Authorized Representative of the Company signing this document represents that it is duly authorized to execute this Order and is duly authorized to bind the Company, its officers, directors, employees, agents, servants, authorized representatives, successors, subsequent purchasers and assigns to this Order. Huntsman Petrochemical Corporation is hereby ordered to give notice of this Agreed Order to any successor in interest prior to transfer of ownership of all or any part of its plant, located at 2701 Spur 136, Port Neches, Jefferson County, Texas and within ten days of any such transfer, provide the Texas Commission on Environmental Quality with written notice via certified mail that such notice of transfer has been given.

No extensions of the deadlines in this Order shall be granted.
The Chief Clerk shall provide a copy of this Order to each of the parties.

PASSED AND APPROVED at the regular meeting of the Texas Commission on Environmental Quality on DEC 15 2004.

TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

For the Commission

[Signature]

Kathleen A. White
I am authorized to agree to the attached Agreed Order on behalf of the entity indicated below.

my signature, and do hereby agree to the terms and conditions specified therein.

Lydia Gonzalez Gromatzky
Deputy Director, Office of Legal Services
Texas Commission on Environmental Quality

Hermie Bundick
Authorized Representative of
Huntsman Petrochemical Corporation

8/5/04
Date

8/4/04
Date
Appendix C

Huntsman Petrochemical Corporation, Jefferson County, Port Arthur Plant
IN THE MATTER OF
HUNTSMAN PETROCHEMICAL
CORPORATION
ACCOUNT NO. JE-0135Q
CUSTOMER NO. 600632848
REGULATED ENTITY NO. 100219252

BEFORE THE
TEXAS COMMISSION ON
ENVIRONMENTAL QUALITY

DOCKET NO. 2004-0845-SIP

AGREED ORDER

The Texas Commission on Environmental Quality (the Commission or TCEQ) and Huntsman Petrochemical Corporation (the Company) enter into this Agreed Order for the purpose of achieving reductions and to make those reductions enforceable by TCEQ and the United States Environmental Protection Agency (EPA) in the Beaumont/Port Arthur ozone nonattainment area (BPA). The Commission and the Company agree that these reductions by the Company will improve air quality in BPA. As part of this continuing local effort, the Company has voluntarily agreed to undertake and complete the projects described below as agreed herein.

The Commission hereby orders the Company to comply with the requirements herein pursuant to §§ 382.011, 382.012, 382.016, 382.023, 382.024, and 382.025 of Texas Health & Safety Code, Chapter 382 (the Texas Clean Air Act [TCAA]), and §§ 101, 110 and 112 of the Federal Clean Air Act, 42 U.S.C. § 7401 et. seq., (FCAA) for the purpose of revising the Texas SIP.
I. STIPULATIONS

For the purpose of this Agreed Order, the parties have agreed and stipulated as follows:

1. Section 101 of the FCAA states that the one of the purposes of the FCAA is to protect and enhance the quality of the Nation's air resources, and a primary goal of the FCAA is to encourage or otherwise promote reasonable Federal, State and local governmental actions, consistent with the provisions of the FCAA, for pollution prevention. Section 110 of the FCAA requires Texas to submit SIP revisions to the United States Environmental Protection Agency (EPA) for approval and to demonstrate that such SIP revisions provide for protection of the National Ambient Air Quality Standards (NAAQS). Section 112 of the FCAA provides for the control of hazardous air pollutants, and if NAAQS emissions or precursor emissions are affected by a section 112 action, they may be submitted for approval into a SIP.

2. Sections 382.011 and 382.012 of the TCAA provide authority for the Commission to control the quality of the state's air and prepare and develop a general, comprehensive plan for the proper control of the state's air; § 382.016 of the TCAA provides the Commission's authority for measuring and monitoring the emission of air contaminants; and §§ 382.023, 382.024, and 382.025 of the TCAA provide the Commission's authority to issue orders. The issuance of this Order is in compliance with the TCAA.

3. The Commission and the Company agree that the Commission has jurisdiction to enter this Agreed Order, and the Company is subject to the Commission's jurisdiction.

4. The Company agrees to comply with the terms of this Order.

5. The Commission and the Company acknowledge that the Company has entered into this Order voluntarily. Nothing in this Order shall be interpreted as evidence that the Company is causing or contributing to a violation of the NAAQS or is in any respect non-compliant with any
federal, state or local law. This Order shall not impair or adversely affect the Company’s compliance history, except that if the Company is subject to enforcement action by the TCEQ for failure to comply with this Order, any such violation shall be subject to the Commission’s rules regarding Compliance History in 30 Tex. Admin. Code Chapter 60.

6. The parties agree that this Order will be submitted to the EPA as a revision to the Texas SIP within 60 days of its final execution and approval by the Commission. The parties agree that the emissions reductions achieved pursuant to this Order are not otherwise required by federal or state law and will not be used for the purpose of offsetting or banking future emissions.

7. Nothing in this Order supercedes any requirement of the TCAA or the rules and requirements of the Commission.

8. The Company owns and operates an aromatics and olefins plant, located at 4241 Savannah Avenue, Port Arthur, Jefferson County, Texas (the plant).

9. The plant consists of one or more sources as defined in § 382.003(12) of the TCAA.

10. Monitoring, recordkeeping, reporting, and testing legally necessary to demonstrate compliance with this Order shall be conducted as specified in the commission’s rules and requirements, or where applicable in any commission authorization, in addition to any requirement contained in this Order to demonstrate compliance with paragraphs 14 and 15 below, except that records shall be maintained until the latter of five years from the date of this Order or five years from the dates of compliance in paragraphs 14 and 15 below. The Company shall make records available upon request by the TCEQ or any other air pollution control agency with jurisdiction.

11. This Order does not authorize or prohibit any modification of the plant listed above. Within 60 days of its final execution and approval by the Commission, the Company is ordered to submit the appropriate application or registration documentation to the TCEQ’s Office of
Permitting, Remediation and Registration for any authorization necessary to implement the requirements of this Order, including revision of its existing federal operating permit or application to include the applicable requirements of this Order.

12. Notwithstanding any other provision of this Order, any delays in or failure of performance by the Company, its contractors or any entity controlled by the Company under this Order caused by an act of God, war, strike, riot, or other catastrophe beyond the control of the company (Force Majeure), despite the Company’s best efforts to anticipate and address the potential Force Majeure event such that the delay or failure of performance is minimized to the extent possible, shall not constitute a violation of this Order. The Company has the burden of establishing that such an event has occurred. In the event the Company’s performance under this Order is prevented by the Force Majeure condition, the Company shall notify the TCEQ within seven (7) business days of the causes, all measures taken to avoid and minimize the event and estimated duration of such condition, and shall keep TCEQ advised of the progress in eliminating such condition, and proceed with compliance with this Order as expeditiously as practicable.

13. All notifications required by this Order (unless otherwise specified herein) shall be sent to:

TCEQ Region 10 Office
3870 Eastex Freeway
Beaumont, Texas 77703-1892

Notifications required by this Order shall not substitute for any other notification requirement of the Commission or the TCAA.

14. On or before September 30, 2004, the Company will submit the necessary representations for amendment of Air Quality Permit #16989 to specify and make enforceable the

15. On or before December 31, 2004, the Company will install and configure for use E!CEMS Software to improve data and system reliability regarding electronic data gathered for compliance purposes. The new system is designed to improve tracking of emissions and allow quicker response to potential problems. The Company may, in its sole discretion, replace or upgrade the E!CEMS Software with equipment or software of equivalent or greater capabilities. In the event the Company elects to replace or upgrade the software, it shall provide the Commission with thirty (30) day written notice of its intention and shall not replace or upgrade the software without approval from the Commission. Failure of the Commission to object to a proposed upgrade or replacement within thirty (30) days of notice from the Company shall be deemed approval of the proposed upgrade or replacement.

II. ORDER

It is therefore ordered by the Texas Commission on Environmental Quality that Huntsman Petrochemical Corporation, shall, from and after the date of this Agreed Order, maintain compliance with this Order.

The provisions of this Agreed Order shall apply to and be binding upon Huntsman Petrochemical Corporation, its successors, assigns and upon those persons in active concert or participation with them. The Authorized Representative of the Company signing this document represents that it is duly authorized to execute this Order and is duly authorized to bind the Company, its officers, directors, employees, agents, servants, authorized representatives, successors, subsequent purchasers and assigns to this Order. Huntsman Petrochemical Corporation is hereby
ordered to give notice of this Agreed Order to any successor in interest prior to transfer of ownership of all or any part of its plant, located at 4241 Savannah Avenue, Port Arthur, Jefferson County, Texas and within ten days of any such transfer, provide the Texas Commission on Environmental Quality with written notice via certified mail that such notice of transfer has been given.

No extensions of the deadlines in this Order shall be granted.
The Chief Clerk shall provide a copy of this Order to each of the parties.

PASSED AND APPROVED at the regular meeting of the Texas Commission on Environmental Quality on DEC 15 2004.

TESXAS COMMISSION ON ENVIRONMENTAL QUALITY

For the Commission

[Signature]

7
I am authorized to agree to the attached Agreed Order on behalf of the entity indicated below

my signature, and do hereby agree to the terms and conditions specified therein.

Lydia González-Gromatzky
Deputy Director, Office of Legal Services
Texas Commission on Environmental Quality

Hermie Bundick
Authorized Representative of
Huntsman Petrochemical Corporation

8/5/04
Date

8/9/04
Date
Appendix D

ISP Elastomers, Jefferson County
The Texas Commission on Environmental Quality (the Commission or TCEQ) and ISP Elastomers (the Company) enter into this Agreed Order for the purpose of achieving reductions, and to make those reductions enforceable by TCEQ and the United States Environmental Protection Agency (EPA) in the Beaumont/Port Arthur ozone nonattainment area (BPA). The Commission and the Company agree that these reductions by the Company will improve air quality in BPA. As part of this continuing local effort, the Company has voluntarily agreed to reduce emissions as agreed herein.

The Commission hereby orders the Company to comply with the requirements herein regarding control of emissions from the facilities referenced below, pursuant to §§ 382.011, 382.012, 382.016, 382.023, 382.024, and 382.025 of Texas Health & Safety Code, Chapter 382 (the Texas Clean Air Act [TCAA]), and §§ 101 and 110 of the Federal Clean Air Act, 42 U.S.C. § 7401 et. seq., (FCAA) for the purpose of revising the Texas SIP.
I. STIPULATIONS

For the purpose of this Agreed Order, the parties have agreed and stipulated as follows:

1. Section 101 of the FCAA states that the one of the purposes of the FCAA is to protect and enhance the quality of the Nation's air resources, and a primary goal of the FCAA is to encourage or otherwise promote reasonable Federal, State and local governmental actions, consistent with the provisions of the FCAA, for pollution prevention. Section 110 of the FCAA requires Texas to submit SIP revisions to the United States Environmental Protection Agency (EPA) for approval and to demonstrate that such SIP revisions provide for protection of the National Ambient Air Quality Standards (NAAQS).

2. Sections 382.011 and 382.012 of the TCAA provide authority for the Commission to control the quality of the state's air and prepare and develop a general, comprehensive plan for the proper control of the state's air; § 382.016 of the TCAA provides the Commission's authority for measuring and monitoring the emission of air contaminants; and §§ 382.023, 382.024, and 382.025 of the TCAA provide the Commission's authority to issue orders. The issuance of this Order is in compliance with the TCAA.

3. The Commission and the Company agree that the Commission has jurisdiction to enter this Agreed Order, and the Company is subject to the Commission's jurisdiction.

4. In order to better safeguard the air resources of this state, the Company agrees to comply with the terms of this Order.

5. The Commission and the Company acknowledge that the Company has entered into this Order voluntarily. Nothing in this Order shall be interpreted as evidence that the Company is causing or contributing to a violation of the NAAQS or is in any respect non-compliant with any
federal, state or local law and nothing in this Order shall impair the Company’s compliance history. The Company is subject to enforcement action by the TCEQ for failure to comply with this Order. Violations of this Order shall be subject to the Commission’s rules regarding Compliance History in 30 Tex. Admin. Code Chapter 60.

6. The parties agree that this Order will be submitted to the EPA as a revision to the Texas SIP within 60 days of its final execution and approval by the Commission. The parties agree that the emissions reductions achieved pursuant to this Order are not otherwise required by federal or state law and will not be used for the purpose of offsetting or banking future emissions.

7. Nothing in this Order supersedes any requirement of the TCAA or the rules and requirements of the Commission.

8. The Company owns and operates an emulsion styrene/butadiene rubber manufacturing plant, located at 115 Main Street, Port Neches, Jefferson County, Texas (the plant).

9. The plant consists of one or more sources as defined in § 382.003(12) of the TCAA.

10. Recordkeeping and reporting necessary to demonstrate compliance with this Order shall be conducted as specified in the commission’s rules and requirements, or where applicable in any commission authorization, in addition to any requirement contained in this Order to demonstrate compliance with paragraph 14 below, except that records shall be maintained for five years from the date of this Order. The Company shall make records available upon request by the TCEQ or any other air pollution control agency with jurisdiction. No shut-down shall be deemed in compliance with this Order unless operation of the facility is precluded by physically disconnecting the facility from both the process and all utilities and support equipment, and permanently removed from service. For the shut-down of units which occur after the date of this Order, the Company shall
notify the TCEQ in writing no later than thirty days after the date of shut-down. The notification shall include documentation of the method used to shut down the facility. The Company understands that TCEQ shall remove the shutdown facilities from the TCEQ inventory of BPA.

11. This Order does not authorize or prohibit any modification of the plant listed above. Within 60 days of its final execution and approval by the Commission, the Company is ordered to submit the appropriate application or registration documentation to the TCEQ's Office of Permitting, Remediation and Registration to alter its authorization to remove the facilities from the applicable permit(s) or any permit by rule registration to implement the requirements of this Order, including revision of its existing federal operating permit or application to include the applicable requirements of this Order.

12. Notwithstanding any other provision of this Order, any delays in or failure of performance by the Company, its contractors or any entity controlled by the Company under this Order caused by an act of God, war, strike, riot, or other catastrophe beyond the control of the company (Force Majeure), despite the Company's best efforts to anticipate and address the potential Force Majeure event such that the delay or failure of performance is minimized to the extent possible, shall not constitute a violation of this Order. The Company has the burden of establishing that such an event has occurred. In the event the Company's performance under this Order is prevented by the Force Majeure condition, the Company shall notify the TCEQ within seven (7) business days of the causes, all measures taken to avoid and minimize the event and estimated duration of such condition, and shall keep TCEQ advised of the progress in eliminating such condition, and proceed with compliance with this Order as expeditiously as practicable.
13. All notifications required by this Order (unless otherwise specified herein) shall be sent to:

TCEQ Region 10 Office
3870 Eastex Freeway
Beaumont, Texas 77703-1892

Notifications required by this Order shall not substitute for any other notification requirement of the Commission or the TCAA.

14. On or before June 30, 2004, the Company will shutdown the North Plant portion of the plant, which will eliminate the ammonia fugitive emissions, reported to the TCEQ with the following Facility Identification Numbers [FINs] and Emission Point Numbers [EPN]:

    Ammonia Fugitives FIN: RFR-FUGS, EPN: F-KVGS

II. ORDER

It is therefore ordered by the Texas Commission on Environmental Quality that ISP Elastomers, shall, from and after the date of this Agreed Order, limit its emissions as specified in paragraph 14 above, and maintain compliance with this Order.

The provisions of this Agreed Order shall apply to and be binding upon ISP Elastomers, its successors, assigns and upon those persons in active concert or participation with them. The Authorized Representative of the Company signing this document represents that it is duly authorized to execute this Order and is duly authorized to bind the Company, its officers, directors, employees, agents, servants, authorized representatives, successors, subsequent purchasers and assigns to this Order. ISP Elastomers is hereby ordered to give notice of this Agreed Order to any successor in interest prior to transfer of ownership of all or any part of its plant, located at 1615 Main
Street, Port Neches, Jefferson County, Texas and within ten days of any such transfer, provide the Texas Commission on Environmental Quality with written notice via certified mail that such notice of transfer has been given.

No extensions of the deadlines in this Order shall be granted.
The Chief Clerk shall provide a copy of this Order to each of the parties.

PASSED AND APPROVED at the regular meeting of the Texas Commission on Environmental Quality on DEC 15 2004.

TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

[Signature]
For the Commission
I am authorized to agree to the attached Agreed Order on behalf of the entity indicated below my signature, and do hereby agree to the terms and conditions specified therein.

Lydia González-Gromatzky
Deputy Director, Office of Legal Services
Texas Commission on Environmental Quality

Date

Authorized Representative of
ISP Elastomers

6/29/04

Date
Appendix E

Mobil Chemical Company, Division of ExxonMobil Oil Corporation,
Jefferson County
TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

IN THE MATTER OF § BEFORE THE
MOBIL CHEMICAL COMPANY § TEXAS COMMISSION ON
A DIVISION OF EXXONMOBIL OIL §
CORPORATION, §
ACCOUNT NO. JE-0062S §
CN 601470214, RN 102450756 §

DOCKET NO. 2004-0841-SIP

AGREED ORDER

The Texas Commission on Environmental Quality (the Commission or TCEQ) and Mobil Chemical Company, a division of ExxonMobil Oil Corporation (the Company) enter into this Agreed Order for the purpose of achieving reductions and improved monitoring of emissions, and to make those reductions and monitoring requirements enforceable by TCEQ and the United States Environmental Protection Agency (EPA) in the Beaumont/Port Arthur ozone nonattainment area (BPA area). The Commission and the Company agree that these reductions and improved monitoring of emissions by the Company will improve air quality in BPA. As part of this continuing local effort, the Company has voluntarily agreed to reduce emissions as agreed herein.

The Commission hereby orders the Company to comply with the requirements herein regarding control of emissions from the facilities referenced below, pursuant to §§ 382.011, 382.012, 382.016, 382.023, 382.024, and 382.025 of Texas Health & Safety Code, Chapter 382 (the Texas Clean Air Act [TCAA]), and §§ 101, 110 and 112 of the Federal Clean Air Act, 42 U.S.C. § 7401 et. seq., (FCAA) for the purpose of revising the Texas SIP.
I. STIPULATIONS

For the purpose of this Agreed Order, the parties have agreed and stipulated as follows:

1. Section 101 of the FCAA states that the one of the purposes of the FCAA is to protect and enhance the quality of the Nation's air resources, and a primary goal of the FCAA is to encourage or otherwise promote reasonable Federal, State and local governmental actions, consistent with the provisions of the FCAA, for pollution prevention. Section 110 of the FCAA requires Texas to submit SIP revisions to the United States Environmental Protection Agency (EPA) for approval and to demonstrate that such SIP revisions provide for protection of the National Ambient Air Quality Standards (NAAQS). Section 112 of the FCAA provides for the control of hazardous air pollutants, and if NAAQS emissions or precursor emissions are affected by a section 112 action, they may be submitted for approval into a SIP.

2. Sections 382.011 and 382.012 of the TCAA provide authority for the Commission to control the quality of the state's air and prepare and develop a general, comprehensive plan for the proper control of the state's air; § 382.016 of the TCAA provides the Commission's authority for measuring and monitoring the emission of air contaminants; and §§ 382.023, 382.024, and 382.025 of the TCAA provide the Commission's authority to issue orders. The issuance of this Order is in compliance with the TCAA.

3. The Commission and the Company agree that the Commission has jurisdiction to enter this Agreed Order, and the Company is subject to the Commission's jurisdiction.

4. In order to better safeguard the air resources of this state, the Company agrees to comply with the terms of this Order.
5. The Commission and the Company acknowledge that the Company has entered into this Order voluntarily. Nothing in this Order shall be interpreted as evidence that the Company is causing or contributing to a violation of the NAAQS or is in any respect non-compliant with any federal, state or local law and nothing in this Order shall impair the Company’s compliance history. The Company is subject to enforcement action by the TCEQ for failure to comply with this Order. Violations of this Order shall be subject to the Commission’s rules regarding Compliance History in 30 Tex. Admin. Code Chapter 60.

6. The parties agree that this Order will be submitted to the EPA as a revision to the Texas SIP within 60 days of its final execution and approval by the Commission. The parties agree that the emissions reductions achieved pursuant to this Order are not otherwise required by federal or state law. The parties agree that the emissions reduced pursuant to paragraph 15 and emissions of nitrogen oxide (Nox) in excess of seventy-five tons per year from the O&A Plant Boiler Emission Point No. EH34 identified in paragraph 14 will not be used for the purpose of offsetting or banking future emissions.

7. Nothing in this Order supercedes any requirement of the TCAA or the rules and requirements of the Commission.

8. The Company owns and operates a chemical plant, located at 2775 Gulf States Road, Beaumont, Jefferson County, Texas (the plant).

9. The plant consists of one or more sources as defined in § 382.003(12) of the TCAA.

10. Monitoring, recordkeeping, reporting, and testing necessary to demonstrate compliance with this Order shall be conducted as specified in the commission’s rules and requirements, or where applicable in any commission authorization, in addition to any requirement contained in this Order.
to demonstrate compliance with stipulations 14 and 15 below, except that records shall be maintained until the latter of five years from the date of this Order or five years from the dates of compliance in paragraphs 14 and 15 below. The Company shall make records available upon request by the TCEQ or any other air pollution control agency with jurisdiction. The Company shall take appropriate action with the TCEQ to alter its permit to remove the facilities from the permit or any permit by rule registration.

11. This Order does not authorize or prohibit any modification of the Plant listed above. Within 60 days of its final execution and approval by the Commission, the Company is ordered to submit the appropriate application or registration documentation to the TCEQ's Office of Permitting, Remediation and Registration for any authorization necessary to implement the requirements of this Order, including revision of its existing federal operating permit or application to include the applicable requirements of this Order.

12. Notwithstanding any other provision of this Order, any delays in or failure of performance by the Company, its contractors or any entity controlled by the Company under this Order caused by an act of God, war, strike, riot, or other catastrophe beyond the control of the company (Force Majeure), despite the Company’s best efforts to anticipate and address the potential Force Majeure event such that the delay or failure of performance is minimized to the extent possible, shall not constitute a violation of this Order. The Company has the burden of establishing that such an event has occurred. In the event the Company’s performance under this Order is prevented by the Force Majeure condition, the Company shall notify the TCEQ within seven (7) business days of the causes, all measures taken to avoid and minimize the event and estimated duration of such condition, and
shall keep TCEQ advised of the progress in eliminating such condition, and proceed with compliance with this Order as expeditiously as practicable.

13. All notifications required by this Order (unless otherwise specified herein) shall be sent to:

   TCEQ Region 10 Office
   3870 Eastex Freeway
   Beaumont, Texas 77703-1892

   Notifications required by this Order shall not substitute for any other notification requirement of the Commission or the TCAA.

14. On or before December 31, 2006, the Company will shutdown O&A Plant Boiler Emission Point No. EH34.

15. On or before December 31, 2005, as part of its Aromatics Restructuring Project, the Company will remove specific components from the O&A Plant UDEX Unit as represented in Air Quality Permit #18838 via Qualified Facility Flexibility as notification of changes to qualified facilities on July 7, 2004, to reduce fugitive emissions of volatile organic compounds (VOC) from emission point numbers EF3, EF4, EF9, EF10 and EF11.

II. ORDER

It is therefore ordered by the Texas Commission on Environmental Quality that Mobil Chemical Company, a division of ExxonMobil Oil Corporation shall, from and after the date of this Agreed Order, take the actions specified in paragraphs 14 and 15 above, and maintain compliance with this Order.
The provisions of this Agreed Order shall apply to and be binding upon Mobil Chemical Company, a division of ExxonMobil Oil Corporation, its successors, assigns and upon those persons in active concert or participation with them. The Authorized Representative of the Company signing this document represents that it is duly authorized to execute this Order and is duly authorized to bind the Company, its officers, directors, employees, agents, servants, authorized representatives, successors, subsequent purchasers and assigns to this Order. Mobil Chemical Company is hereby ordered to give notice of this Agreed Order to any successor in interest prior to transfer of ownership of all or any part of its plant, located at 2775 Gulf States Road, Beaumont, Jefferson County, Texas and within ten days of any such transfer, provide the Texas Commission on Environmental Quality with written notice via certified mail that such notice of transfer has been given.

No extensions of the deadlines in this Order shall be granted.
The Chief Clerk shall provide a copy of this Order to each of the parties.

PASSED AND APPROVED at the regular meeting of the Texas Commission on Environmental Quality on DEC. 15 2004.

TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

[Signature]
For the Commission
I am authorized to agree to the attached Agreed Order on behalf of the entity indicated below

my signature, and do hereby agree to the terms and conditions specified therein.

Lydia González-Gromatzky  
Deputy Director, Office of Legal Services  
Texas Commission on Environmental Quality

[name]  
Authorized Representative of  
Mobil Chemical Company, a division of ExxonMobil Oil Corporation

Date  
10/27/04
Appendix F

Motiva Enterprises LLC, Jefferson County
The Texas Commission on Environmental Quality (the Commission or TCEQ) and Motiva Enterprises LLC (the Company) enter into this Agreed Order for the purpose of achieving reductions, and to make those reductions enforceable by TCEQ and the United States Environmental Protection Agency (EPA) in the Beaumont/Port Arthur ozone nonattainment area (BPA). The Commission and the Company agree that these reductions by the Company will improve air quality in BPA. As part of this continuing local effort, the Company has voluntarily agreed to reduce emissions as agreed herein.

The Commission hereby orders the Company to comply with the requirements herein regarding control of emissions from the facilities referenced below, pursuant to §§ 382.011, 382.012, 382.016, 382.023, 382.024, and 382.025 of Texas Health & Safety Code, Chapter 382 (the Texas Clean Air Act [TCAA]), and §§ 101 and 110 of the Federal Clean Air Act, 42 U.S.C. § 7401 et. seq., (FCAA) for the purpose of revising the Texas SIP.

I. STIPULATIONS

For the purpose of this Agreed Order, the parties have agreed and stipulated as follows:
1. Section 101 of the FCAA states that the one of the purposes of the FCAA is to protect and enhance the quality of the Nation’s air resources, and a primary goal of the FCAA is to encourage or otherwise promote reasonable Federal, State and local governmental actions, consistent with the provisions of the FCAA, for pollution prevention. Section 110 of the FCAA requires Texas to submit SIP revisions to the United States Environmental Protection Agency (EPA) for approval and to demonstrate that such SIP revisions provide for protection of the National Ambient Air Quality Standards (NAAQS).

2. Sections 382.011 and 382.012 of the TCAA provide authority for the Commission to control the quality of the state’s air and prepare and develop a general, comprehensive plan for the proper control of the state’s air; § 382.016 of the TCAA provides the Commission’s authority for measuring and monitoring the emission of air contaminants; and §§ 382.023, 382.024, and 382.025 of the TCAA provide the Commission’s authority to issue orders. The issuance of this Order is in compliance with the TCAA.

3. The Commission and the Company agree that the Commission has jurisdiction to enter this Agreed Order, and the Company is subject to the Commission’s jurisdiction.

4. In order to better safeguard the air resources of this state, the Company agrees to comply with the terms of this Order.

5. The Commission and the Company acknowledge that the Company has entered into this Order voluntarily. Nothing in this Order shall be interpreted as evidence that the Company is causing or contributing to a violation of the NAAQS or is in any respect non-compliant with any federal, state or local law and nothing in this Order shall impair the Company’s compliance history. The Company is subject to enforcement action by the TCEQ for failure to comply with this Order.
Violations of this Order shall be subject to the Commission's rules regarding Compliance History in 30 Tex. Admin. Code Chapter 60.

6. The parties agree that this Order will be submitted to the EPA as a revision to the Texas SIP within 60 days of its final execution and approval by the Commission. The parties agree that the emissions reductions achieved pursuant to this Order are not otherwise required by federal or state law and will not be used for the purpose of offsetting or banking future emissions.

7. Nothing in this Order supercedes any requirement of the TCAAA or the rules and requirements of the Commission.

8. The Company owns and operates a refinery, located at 2100 Houston Avenue, Port Arthur, Jefferson County, Texas (the plant).

9. The plant consists of one or more sources as defined in § 382.003(12) of the TCAAA.

10. Monitoring, recordkeeping, reporting, and testing necessary to demonstrate compliance with this Order shall be conducted as specified in the commission's rules and requirements, or where applicable in any commission authorization, in addition to any requirement contained in this Order to demonstrate compliance with stipulations 15 through 18, except that records shall be maintained until the latter of five years from the date of this Order or five years from the dates of compliance in paragraphs 15 through 18 below. The Company shall make records available upon request by the TCEQ or any other air pollution control agency with jurisdiction. No shut-down shall be deemed in compliance with this Order unless operation of the facility is precluded by physically disconnecting the facility from both the process and all utilities and support equipment, and permanently removed from service. For the shut-down of units which occur after the date of this Order, the Company shall notify the TCEQ in writing no later than thirty days after the date of shut-
down. The notification shall include documentation of the method used to shut down the facility. The Company understands that TCEQ shall remove the shutdown facilities from the TCEQ inventory of BPA. The Company shall take appropriate action with the TCEQ to alter its permit to remove the facilities from the permit or any permit by rule registration.

11. This Order does not authorize or prohibit any modification of the Plant listed above. Within 60 days of its final execution and approval by the Commission, the Company is ordered to submit the appropriate application or registration documentation to the TCEQ’s Office of Permitting, Remediation and Registration for any authorization necessary to implement the requirements of this Order, including revision of its existing federal operating permit or application to include the applicable requirements of this Order.

12. Nothing in this Order shall preclude the Company from including the reductions in emissions from the change in operation or shutdown of the facilities at the plant in the Company’s application for any voluntary emissions reduction permit (VERP), as authorized by 30 TAC Chapter 116, Subchapter H, however, nothing in this Order shall assure the eligibility of such reductions for inclusion in any application for any VERP.

13. Notwithstanding any other provision of this Order, any delays in or failure of performance by the Company, its contractors or any entity controlled by the Company under this Order caused by an act of God, war, strike, riot, or other catastrophe beyond the control of the company (Force Majeure), despite the Company’s best efforts to anticipate and address the potential Force Majeure event such that the delay or failure of performance is minimized to the extent possible, shall not constitute a violation of this Order. The Company has the burden of establishing that such an event has occurred. In the event the Company’s performance under this Order is
prevented by the Force Majeure condition, the Company shall notify the TCEQ within seven (7) business days of the causes, all measures taken to avoid and minimize the event and estimated duration of such condition, and shall keep TCEQ advised of the progress in eliminating such condition, and proceed with compliance with this Order as expeditiously as practicable.

14. All notifications required by this Order (unless otherwise specified herein) shall be sent to:

   TCEQ Region 10 Office  
   3870 Eastex Freeway  
   Beaumont, Texas 77703-1892

   Notifications required by this Order shall not substitute for any other notification requirement of the Commission or the TCAA.

15. On or before December 31, 2004, the Company will shut down the following boilers, currently authorized by Air Quality Permit No. 6056:

   Boiler 26 (EPN SPS2-6)  
   Boiler 27 (EPN SPS2-7)

16. On or before December 31, 2004, the Company will shut down Boiler 31 (Emission Point No. [EPN] SPS3-1), currently authorized by Air Quality Permit No. 6056:

17. On or before December 31, 2004, the Company will uncouple Gas Turbine Generator 35 from Boilers 34 (EPN SPS3-4) and 35 (EPN SPS3-5) and route the exhaust gas to Waste Heat Boiler (EPN WHB37SCR). The Company will maintain the selective catalytic reduction (SCR) controls on the Waste Heat Boiler.
18. By December 31, 2003, the Company began compliance with 40 CFR § 60.11 to ensure New Source Performance Standards (NSPS) compliance at all refinery hydrocarbon flares which are not equipped with flare gas recovery systems by meeting the emission limitation, monitoring and other requirements for refinery fuel gas found in 40 CFR §§ 60.104 and 60.105, or alternative monitoring protocols approved pursuant to 40 CFR § 60.13(I). In addition to the four (4) flares which must meet this requirement under Consent Decree between the United States of America and the States of Delaware and Louisiana and Motiva Enterprises, Inc., the Company agrees to meeting these requirements for its remaining three (3) flares at the plant. The EPNs for these remaining three flares are: FCCU NO3FS, HCUNO1 FS, and VPSNO4FS.

II. ORDER

It is therefore ordered by the Texas Commission on Environmental Quality that Motiva Enterprises LLC, shall, from and after the date of this Agreed Order, limit its emissions as specified in paragraphs 15 through 18 above, and maintain compliance with this Order.

The provisions of this Agreed Order shall apply to and be binding upon Motiva Enterprises LLC, its successors, assigns and upon those persons in active concert or participation with them. The Authorized Representative of the Company signing this document represents that it is duly authorized to execute this Order and is duly authorized to bind the Company, its officers, directors, employees, agents, servants, authorized representatives, successors, subsequent purchasers and assigns to this Order. Motiva Enterprises LLC is hereby ordered to give notice of this Agreed Order to any successor in interest prior to transfer of ownership of all or any part of its plant, located at 2100 Houston Avenue, Port Arthur, Jefferson County, Texas and within ten days of any such
transfer, provide the Texas Commission on Environmental Quality with written notice via certified mail that such notice of transfer has been given.

No extensions of the deadlines in this Order shall be granted.
The Chief Clerk shall provide a copy of this Order to each of the parties.

PASSED AND APPROVED at the regular meeting of the Texas Commission on Environmental Quality on Dec 15 2004.

TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

[Signature]

For the Commission
I am authorized to agree to the attached Agreed Order on behalf of the entity indicated below

my signature, and do hereby agree to the terms and conditions specified therein.

Lydia González Gromatzky
Deputy Director, Office of Legal Services
Texas Commission on Environmental Quality

Authorized Representative of
Motiva Enterprises LLC

8/6/04
Date

7/1/2004
Date
Appendix G

Premcor Refining Group, Inc., Jefferson County
Texas Commission on Environmental Quality

In the Matter of

Premcor Refining Group, Inc.

Account No. JE-0042B

Customer No. 601420748

Regulated Entity No. 102584026

Docket No. 2004-0844-SIP

Agreed Order

The Texas Commission on Environmental Quality (the Commission or TCEQ) and Premcor Refining Group, Inc. (the Company) enter into this Agreed Order for the purpose of achieving reductions and improved monitoring of emissions, and to make those reductions and monitoring requirements enforceable by TCEQ and the United States Environmental Protection Agency (EPA) in the Beaumont/Port Arthur ozone nonattainment area (BPA). The Commission and the Company agree that these reductions and improved monitoring of emissions by the Company will improve air quality in BPA and will help maintain the BPA one-hour classification at or below the Serious level. As part of this continuing local effort, the Company has voluntarily agreed to reduce emissions as agreed herein.

The Commission hereby orders the Company to comply with the requirements herein regarding control of emissions from the facilities referenced below, pursuant to §§ 382.011, 382.012, 382.016, 382.023, 382.024, and 382.025 of Texas Health & Safety Code, Chapter 382 (the Texas Clean Air Act [TCAA]), and §§ 101, 110 and 112 of the Federal Clean Air Act, 42 U.S.C. § 7401 et. seq., (FCAA) for the purpose of revising the Texas SIP.
I. STIPULATIONS

For the purpose of this Agreed Order, the parties have agreed and stipulated as follows:

1. Section 101 of the FCAA states that one of the purposes of the FCAA is to protect and enhance the quality of the Nation's air resources, and a primary goal of the FCAA is to encourage or otherwise promote reasonable Federal, State and local governmental actions, consistent with the provisions of the FCAA, for pollution prevention. Section 110 of the FCAA requires Texas to submit SIP revisions to the United States Environmental Protection Agency (EPA) for approval and to demonstrate that such SIP revisions provide for protection of the National Ambient Air Quality Standards (NAAQS). Section 112 of the FCAA provides for the control of hazardous air pollutants, and if NAAQS emissions or precursor emissions are affected by a section 112 action, they may be submitted for approval into a SIP.

2. Sections 382.011 and 382.012 of the TCAA provide authority for the Commission to control the quality of the state’s air and prepare and develop a general, comprehensive plan for the proper control of the state’s air; § 382.016 of the TCAA provides the Commission’s authority for measuring and monitoring the emission of air contaminants; and §§ 382.023, 382.024, and 382.025 of the TCAA provide the Commission’s authority to issue orders. The issuance of this Order is in compliance with the TCAA.

3. The Commission and the Company agree that the Commission has jurisdiction to enter this Agreed Order, and the Company is subject to the Commission’s jurisdiction.

4. In order to better safeguard the air resources of this state, the Company agrees to comply with the terms of this Order.
5. The Commission and the Company acknowledge that the Company has entered into this Order voluntarily. Nothing in this Order shall be interpreted as evidence that the Company is causing or contributing to a violation of the NAAQS or is in any respect non-compliant with any federal, state or local law and nothing in this Order shall impair the Company's compliance history. The Company is subject to enforcement action by the TCEQ for failure to comply with this Order. Violations of this Order shall be subject to the Commission's rules regarding Compliance History in 30 Tex. Admin. Code Chapter 60.

6. The parties agree that this Order will be submitted to the EPA as a revision to the Texas SIP within 60 days of its final execution and approval by the Commission. The parties agree that the emissions reductions achieved pursuant to this Order are not otherwise required by federal or state law and will not be used for the purpose of offsetting or banking future emissions.

7. Nothing in this Order supercedes any requirement of the TCAA or the rules and requirements of the Commission.

8. The Company owns and operates a petroleum refinery, located at 1801 S. Gulfway Drive, Port Arthur, Jefferson County, Texas (the plant).

9. The plant consists of one or more sources as defined in § 382.003(12) of the TCAA.

10. Monitoring, recordkeeping, reporting, and testing necessary to demonstrate compliance with this Order shall be conducted as specified in the commission's rules and requirements, or where applicable in any commission authorization, in addition to any requirement contained in this Order to demonstrate compliance with stipulations 14-20, except that records shall be maintained until the latter of five years from the date of this Order or five years from the dates of compliance in paragraphs 14-20 below. The Company shall make records available upon request by the TCEQ or
any other air pollution control agency with jurisdiction. No shut-down shall be deemed in compliance with this Order unless operation of the facility is precluded by physically disconnecting the facility from both the process and all utilities and support equipment, and permanently removed from service. For the shut-down of units which occur after the date of this Order, the Company shall notify the TCEQ in writing no later than thirty days after the date of shut-down. The notification shall include documentation of the method used to shut down the facility. The Company understands that TCEQ shall remove the shutdown facilities from the TCEQ inventory of BPA.

11. This Order does not authorize or prohibit any modification of the Plant listed above. Within 60 days of its final execution and approval by the Commission, the Company is ordered to submit the appropriate application or registration documentation to the TCEQ’s Office of Permitting, Remediation and Registration for any authorization necessary to implement the requirements of this Order, including revision of its existing federal operating permit or application to include the applicable requirements of this Order.

12. Notwithstanding any other provision of this Order, any delays in or failure of performance by the Company, its contractors or any entity controlled by the Company under this Order caused by an act of God, war, strike, riot, or other catastrophe beyond the control of the Company (Force Majeure), despite the Company’s best efforts to anticipate and address the potential Force Majeure event such that the delay or failure of performance is minimized to the extent possible, shall not constitute a violation of this Order. The Company has the burden of establishing that such an event has occurred. In the event the Company’s performance under this Order is prevented by the Force Majeure condition, the Company shall notify the TCEQ within seven (7) business days of the causes, all measures taken to avoid and minimize the event and estimated
duration of such condition, and shall keep TCEQ advised of the progress in eliminating such condition, and proceed with compliance with this Order as expeditiously as practicable.

13. All notifications required by this Order (unless otherwise specified herein) shall be sent to:

TCEQ Region 10 Office
3870 Eastex Freeway
Beaumont, Texas 77703-1892

Notifications required by this Order shall not substitute for any other notification requirement of the Commission or the TCAA.

14. On or before December 31, 2004, the Company will replace all of the existing fuel gas burners with a combined rated duty of approximately 600 million British Thermal Units her hour (mmBTU/hr) in five process heaters in catalytic reforming unit #1344, with Low-NOx burners. The Company will file its application to reduce the allowable cap in TCEQ Air Quality flexible permit #6825A by 109 tons per year (tpy) of NOx no later than October 31, 2004.

15. On or before December 31, 2004, the Company will install a sulfur degassing system designed to remove hydrogen sulfide (H₂S) from sulfur prior to its loading into trucks from all of the in-ground tanks at Sulfur Recovery Units 543 and 544 to achieve a reduction in emissions of H₂S. The Company will file its application to reduce the allowable cap in TCEQ Air Quality flexible permit #6825A by 1.6 tpy of H₂S no later than September 30, 2004.

16. On or before June 30 2004, the Company will install and configure for use Ops Environmental™ Software to integrate a multi-media environmental data management system linked to 60 existing boiler and process heater continuous emissions monitoring systems (CEMS) and the Refinery process information system. The software is intended to improve tracking of actual
emissions, operator response and corrective action by the Company. The Company may, if necessary, replace or upgrade the software with that of equivalent or greater capabilities.

17. By November 30, 2003, the Company made modifications designed to improve the regenerative thermal oxidizer (RTO) for wastewater treatment unit #8742 to reduce emissions events due to RTO shutdowns. The Company will maintain the following modifications on the RTO:

- Redundant flame detectors with 100% voting logic to minimize false signals that can cause unwarranted shutdowns and instrument air purge to flame scanner path. The improved flame detector design will also allow on-stream cleaning.
- Fiber optics control communications wiring that will be less susceptible to lightning induced voltage spikes.
- New motor actuated combustion air and fuel flow control valves that do not use mechanical linkages which for combustion control.
- Modified seal drum level control design.
- Deletion of damper fault shutdown (kept alarm active).
- Reduction of Induced Draft fan vibration and bearing temperature shutdowns (kept alarm active).
- Replacement of all damper actuators.
- Replacement of both hydraulic pumps.
- Adjustment of burner minimum fire to lowest possible setting.

18. By June 30, 2005, the Company will make modifications designed to improve the RTO for wastewater treatment unit #8742, specifically consisting of an upgrade to the master electronic control system. The Company will make the following modifications on the RTO:

- Replace the new master Programmable Logic Controller.
- The logic programming will be reviewed and revised to simplify its function while maintaining necessary fail safe operational integrity.
- Certain RTO control loops will be moved to the existing distributed Control System to allow for better control and tuning.

19. By April 30, 2005, the Company will install a wet gas scrubber, which uses caustic and water solution sprays to scrub sulfur and particulates from the regenerator flue gas, at the outlet of the regenerator on the fluid catalytic cracking unit #1241. The Company will file its application to
reduce the allowable cap in TCEQ Air Quality flexible permit #6825A by 1100 tpy of SO₂ no later than February 28, 2005.

20. By April 30, 2005, the Company will operate the existing fluid catalytic cracking unit #1241 regenerator in a full burn mode to control carbon monoxide (CO). A flue gas cooler will be installed by April 30, 2005 to recover the sensible heat of the combustion products. By April 30, 2005, the Company will remove the CO boiler (EPN E-01-ESP) from service. The Company understands that TCEQ will remove the CO boiler from the emissions inventory of BPA. The Company will file its application to reduce the allowable cap in TCEQ Air Quality flexible permit #6825A by 40 tons per year (tpy) of CO and 60 tpy of NOₓ no later than February 28, 2005.

II. ORDER

It is therefore ordered by the Texas Commission on Environmental Quality that Premcor Refining Group, Inc., shall, from and after the date of this Agreed Order, limit its emissions as specified in paragraphs 14-20 above, and maintain compliance with this Order.

The provisions of this Agreed Order shall apply to and be binding upon Premcor Refining Group, Inc., its successors, assigns and upon those persons in active concert or participation with them. The Authorized Representative of the Company signing this document represents that it is duly authorized to execute this Order and is duly authorized to bind the Company, its officers, directors, employees, agents, servants, authorized representatives, successors, subsequent purchasers and assigns to this Order. Premcor Refining Group, Inc. is hereby ordered to give notice of this Agreed Order to any successor in interest prior to transfer of ownership of all or any part of its plant, located at 1801 S. Gulfway Drive, Port Arthur, Jefferson County, Texas and within ten days of any
such transfer, provide the Texas Commission on Environmental Quality with written notice via certified mail that such notice of transfer has been given.

No extensions of the deadlines in this Order shall be granted.
The Chief Clerk shall provide a copy of this Order to each of the parties.

PASSED AND APPROVED at the regular meeting of the Texas Commission on Environmental Quality on DEC 15 2004.

TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

For the Commission
I am authorized to agree to the attached Agreed Order on behalf of the entity indicated below

my signature, and do hereby agree to the terms and conditions specified therein.

Lydia González-Gromatzky
Deputy Director, Office of Legal Services
Texas Commission on Environmental Quality

Don J. Kuenzli
Authorized Representative of
Premcor Refining Group, Inc.

8/6/04
Date

7-12-04
Date
Appendix H

Mobil Chemical Company, Division of ExxonMobil Oil Corporation,
Jefferson County
AGREED ORDER

The Texas Commission on Environmental Quality (the Commission or TCEQ) and Mobil Chemical Company, a division of ExxonMobil Oil Corporation (the Company) enter into this Agreed Order for the purpose of achieving reductions and improved monitoring of emissions, and to make those reductions and monitoring requirements enforceable by TCEQ and the United States Environmental Protection Agency (EPA) in the Beaumont/Port Arthur ozone nonattainment area (BPA area). The Commission and the Company agree that these reductions and improved monitoring of emissions by the Company will improve air quality in BPA. As part of this continuing local effort, the Company has voluntarily agreed to reduce emissions as agreed herein.

The Commission hereby orders the Company to comply with the requirements herein regarding control of emissions from the facilities referenced below, pursuant to §§ 382.01 1, 382.012, 382.016, 382.023, 382.024, and 382.025 of Texas Health & Safety Code, Chapter 382 (the Texas Clean Air Act [TCAA]), and §§ 101, 110 and 112 of the Federal Clean Air Act, 42 U.S.C. § 7401 et. seq., (FCAA) for the purpose of revising the Texas SIP.
I. STIPULATIONS

For the purpose of this Agreed Order, the parties have agreed and stipulated as follows:

1. Section 101 of the FCAA states that the one of the purposes of the FCAA is to protect and enhance the quality of the Nation’s air resources, and a primary goal of the FCAA is to encourage or otherwise promote reasonable Federal, State and local governmental actions, consistent with the provisions of the FCAA, for pollution prevention. Section 110 of the FCAA requires Texas to submit SIP revisions to the United States Environmental Protection Agency (EPA) for approval and to demonstrate that such SIP revisions provide for protection of the National Ambient Air Quality Standards (NAAQS). Section 112 of the FCAA provides for the control of hazardous air pollutants, and if NAAQS emissions or precursor emissions are affected by a section 112 action, they may be submitted for approval into a SIP.

2. Sections 382.011 and 382.012 of the TCAA provide authority for the Commission to control the quality of the state’s air and prepare and develop a general, comprehensive plan for the proper control of the state’s air; § 382.016 of the TCAA provides the Commission’s authority for measuring and monitoring the emission of air contaminants; and §§ 382.023, 382.024, and 382.025 of the TCAA provide the Commission’s authority to issue orders. The issuance of this Order is in compliance with the TCAA.

3. The Commission and the Company agree that the Commission has jurisdiction to enter this Agreed Order, and the Company is subject to the Commission’s jurisdiction.

4. In order to better safeguard the air resources of this state, the Company agrees to comply with the terms of this Order.
5. The Commission and the Company acknowledge that the Company has entered into this Order voluntarily. Nothing in this Order shall be interpreted as evidence that the Company is causing or contributing to a violation of the NAAQS or is in any respect non-compliant with any federal, state or local law and nothing in this Order shall impair the Company’s compliance history. The Company is subject to enforcement action by the TCEQ for failure to comply with this Order. Violations of this Order shall be subject to the Commission’s rules regarding Compliance History in 30 Tex. Admin. Code Chapter 60.

6. The parties agree that this Order will be submitted to the EPA as a revision to the Texas SIP within 60 days of its final execution and approval by the Commission. The parties agree that the emissions reductions achieved pursuant to this Order are not otherwise required by federal or state law. The parties agree that the emissions reduced pursuant to paragraph 14 will not be used for the purpose of offsetting or banking future emissions.

7. Nothing in this Order supercedes any requirement of the TCAA or the rules and requirements of the Commission.

8. The Company owns and operates a chemical plant, located at 2775 Gulf States Road, Beaumont, Jefferson County, Texas (the plant).

9. The plant consists of one or more sources as defined in § 382.003(12) of the TCAA.

10. Monitoring, recordkeeping, reporting, and testing necessary to demonstrate compliance with this Order shall be conducted as specified in the commission’s rules and requirements, or where applicable in any commission authorization, in addition to any requirement contained in this Order to demonstrate compliance with stipulation 14 below, except that records shall be maintained until the latter of five years from the date of this Order or five years from the dates of compliance in
paragraph 14 below. The Company shall make records available upon request by the TCEQ or any other air pollution control agency with jurisdiction. The Company shall take appropriate action with the TCEQ to alter its permit to remove the facilities from the permit or any permit by rule registration.

11. This Order does not authorize or prohibit any modification of the Plant listed above. Within 60 days of its final execution and approval by the Commission, the Company is ordered to submit the appropriate application or registration documentation to the TCEQ's Office of Permitting, Remediation and Registration for any authorization necessary to implement the requirements of this Order, including revision of its existing federal operating permit or application to include the applicable requirements of this Order.

12. Notwithstanding any other provision of this Order, any delays in or failure of performance by the Company, its contractors or any entity controlled by the Company under this Order caused by an act of God, war, strike, riot, or other catastrophe beyond the control of the company (Force Majeure), despite the Company's best efforts to anticipate and address the potential Force Majeure event such that the delay or failure of performance is minimized to the extent possible, shall not constitute a violation of this Order. The Company has the burden of establishing that such an event has occurred. In the event the Company's performance under this Order is prevented by the Force Majeure condition, the Company shall notify the TCEQ within seven (7) business days of the causes, all measures taken to avoid and minimize the event and estimated duration of such condition, and shall keep TCEQ advised of the progress in eliminating such condition, and proceed with compliance with this Order as expeditiously as practicable.
13. All notifications required by this Order (unless otherwise specified herein) shall be sent to:

TCEQ Region 10 Office
3870 Eastex Freeway
Beaumont, Texas 77703-1892

Notifications required by this Order shall not substitute for any other notification requirement of the Commission or the TCAA.

14. By December 31, 2003, the Company shut down the Chemical Specialties Plant sulfurized isobutylene unit authorized by Air Quality Permit #3186.

II. ORDER

It is therefore ordered by the Texas Commission on Environmental Quality that Mobil Chemical Company, a division of ExxonMobil Oil Corporation shall, from and after the date of this Agreed Order, take the actions specified in paragraph 14 above, and maintain compliance with this Order.

The provisions of this Agreed Order shall apply to and be binding upon Mobil Chemical Company, a division of ExxonMobil Oil Corporation, its successors, assigns and upon those persons in active concert or participation with them. The Authorized Representative of the Company signing this document represents that it is duly authorized to execute this Order and is duly authorized to bind the Company, its officers, directors, employees, agents, servants, authorized representatives, successors, subsequent purchasers and assigns to this Order. Mobil Chemical Company is hereby ordered to give notice of this Agreed Order to any successor in interest prior to transfer of ownership of all or any part of its plant, located at 2775 Gulf States Road, Beaumont, Jefferson County, Texas.
and within ten days of any such transfer, provide the Texas Commission on Environmental Quality with written notice via certified mail that such notice of transfer has been given.

No extensions of the deadlines in this Order shall be granted.
The Chief Clerk shall provide a copy of this Order to each of the parties.

PASSED AND APPROVED at the regular meeting of the Texas Commission on Environmental Quality on DEC 15 2004.

TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

[Signature]

For the Commission
I am authorized to agree to the attached Agreed Order on behalf of the entity indicated below my signature, and do hereby agree to the terms and conditions specified therein.

Lydia González-Gromatzky  
Deputy Director, Office of Legal Services  
Texas Commission on Environmental Quality  

Authorized Representative of  
Mobil Chemical Company, a division of ExxonMobil Oil Corporation  

Date
ORDER ADOPTING AGREED ORDERS AND
REVISIONS TO THE STATE IMPLEMENTATION PLAN


On December 15, 2004, the Texas Commission on Environmental Quality (Commission), during a public
meeting, considered adoption of eight Agreed Orders concerning ExxonMobil Oil Corporation; Huntsman
Petrochemical Corporation; ISP Elastomers; Mobil Chemical Company, a division of ExxonMobil Oil
Corporation; Motiva Enterprises LLC, and Premcor Refining Group, Inc. and corresponding revisions to the SIP.
The Commission adopts the eight Agreed Orders and corresponding revisions to the state implementation plan
(SIP). The Agreed Orders and the SIP revisions make certain voluntary emission reductions, projects, or
activities conducted by six companies at eight locations in Jefferson County, Texas federally enforceable. Under
Tex. Health & Safety Code Ann. §§ 382.011, 382.012, and 382.023 (Vernon 2001), the Commission has the
authority to control the quality of the state’s air and to issue orders consistent with the policies and purposes of
the Texas Clean Air Act, Chapter 382 of the Tex. Health & Safety Code.

Pursuant to 40 Code of Federal Regulations § 51.102 and after proper notice, the Commission conducted
a public hearing to consider the Agreed Orders and revisions to the SIP. Proper notice included prominent
advertisement in the areas affected at least 30 days prior to the date of the hearing. A public hearing was held

The Commission circulated hearing notices of its intended action to the public, including interested
persons, the Regional Administrator of the EPA, and all applicable local air pollution control agencies. The
public was invited to submit data, views, and recommendations on the proposed Agreed Orders and SIP
revisions, either orally or in writing, at the hearing or during the comment period. Prior to the scheduled
hearing, copies of the proposed Agreed Orders and SIP revisions were available for public inspection at the
Commission’s central office and on the commission’s website.

Data, views, and recommendations of interested persons regarding the proposed Agreed Orders and SIP
revisions were submitted to the Commission during the comment period, and were considered by the Commission
as reflected in the analysis of testimony incorporated by reference to this Order. The Commission finds that the
analysis of testimony includes the names of all interested groups or associations offering comment on the
proposed Agreed Orders and the SIP revisions and their position concerning the same.

IT IS THEREFORE ORDERED BY THE COMMISSION that the eight Agreed Orders and revisions
to the SIP incorporated by reference to this Order are hereby adopted. The adopted Agreed Orders and the
revisions to the SIP are incorporated by reference in this Order as if set forth at length verbatim in this Order.

IT IS FURTHER ORDERED BY THE COMMISSION that on behalf of the Commission, the Chairman
should transmit a copy of this Order, together with the adopted Agreed Orders and revisions to the SIP, to the
Regional Administrator of EPA as a proposed revision to the Texas SIP pursuant to the Federal Clean Air Act, § 110, codified at 42 U.S. Code Ann. §§ 7410 - 7671q, as amended.

If any portion of this Order is for any reason held to be invalid by a court of competent jurisdiction, the invalidity of any portion shall not affect the validity of the remaining portions.

Date issued: DEC 29 2004

TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

Kathleen Hartnett White, Chairman