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Clifford A. Chanler, State Bar No. 13553
Andrew L. Packard, State Bar No. 168690
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Attorneys for Plaintiff
AS YOU SOW

FILED
San Francisco County Superior Court

AUG 9 - 1995

ALAN CARLSON, Clerk
BY: Victoria E. [Signature]
Deputy Clerk

SUPERIOR COURT OF THE STATE OF CALIFORNIA
IN AND FOR THE CITY AND COUNTY OF SAN FRANCISCO

AS YOU SOW, a non-profit corporation,

Plaintiff,

v.

THE CARBOLINE COMPANY, a corporation, and DOES 1 through 1000,


Defendants.


Case No. 967214

STIPULATION FOR ENTRY OF JUDGMENT AND JUDGMENT ON STIPULATION


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IT IS HEREBY STIPULATED, by and between plaintiff As
You Sow and defendant The Carboline Company, Inc., through
their respective representatives, that judgment in the above-
entitled action be entered in accordance with the terms of the
settlement agreement between the parties, which is attached
hereto as Exhibit A.

Dated: June 15, 1995 By: 
Andrew L. Packard, Esq.
Attorneys for Plaintiff
AS YOU SOW

Dated: June 8, 1995 By: 
Daniel Wax, Esq.
Attorneys for Defendant
THE CARBOLINE COMPANY, INC.

IT IS HEREBY ORDERED that judgment be entered in
accordance with the terms of the stipulation between the
parties.

Dated: ~~June~~ AUG - 7 1995 
 , 1995 Judge of the Superior Court
STUART R. POLLAK
PRESIDING JUDGE

967214
AS You Sow
vs. Carboline

Exhibit A

SETTLEMENT AGREEMENT

On June 29th, 1995 in San Francisco, California, As You Sow ("AYS") and The Carboline Company ("Carboline") agreed to the following terms and conditions:

WHEREAS:

AYS is a not-for-profit public interest foundation dedicated to promoting consumer awareness, protecting the environment and improving human health; and

Carboline is a company that currently manufactures, distributes and sells coating and lining products including, but not limited to, acrylics, epoxies, alkyds, mastics, phenolics, polyesters, polyurethanes, vinyls, sealers, adhesives, cleaners, and other special-purpose products that contain benzene, carbon tetrachloride, chromium, epichlorohydrin, ethylene oxide, lead and lead compounds, 2-nitropropane, talc (containing asbestiform fibers), and toluene; and

On February 27, 1987, the State of California officially listed benzene and chromium as chemicals known to cause cancer, pursuant to Health & Safety Code §25249.8; and

On October 1, 1987, the State of California officially listed carbon tetrachloride as a chemical known to cause cancer, pursuant to Health & Safety Code §25249.8; and

On October 1, 1988, the State of California officially listed epichlorohydrin as a chemical known to cause cancer, pursuant to Health & Safety Code §25249.8; and

On July 1, 1987, the State of California officially listed ethylene oxide as a chemical known to cause cancer, pursuant to Health & Safety Code §25249.8; and

On February 27, 1987, the State of California officially listed lead as a chemical known to cause male and female reproductive toxicity. On October 1, 1992, the State of California officially listed lead and lead compounds as chemicals known to cause cancer, pursuant to Health & Safety Code §25249.8; and

On January 1, 1988, the State of California officially listed 2-nitropropane as a chemical known to cause cancer, pursuant to Health & Safety Code §25249.8; and

On April 1, 1990, the State of California officially listed talc (containing asbestiform fibers) as a chemical known to cause cancer, pursuant to Health & Safety Code §25249.8; and

On January 1, 1991, the State of California officially listed toluene as a chemical known to cause birth defects or other reproductive harm, pursuant to Health & Safety Code §25249.8; and

A list of the products which are covered by this Agreement is provided in Attachment A (the "Products"). The Products were manufactured, distributed or sold by Carboline for sale or use in California, since February 27, 1988. This list is intended to represent all such Products; and

Beginning on October 14, 1994, AYS served Carboline with a document entitled, 60-Day Notice, which provided Carboline with notice that it was allegedly in violation of Health & Safety Code §25249.6 for failing to warn purchasers that certain products it sells in California expose users to chemicals listed pursuant to Proposition 65; and

On February 10, 1995, AYS served Carboline with a summons and complaint in the case of As You Sow v. The Carboline Company, et al., (Case No. 967214) which is currently pending in the San Francisco Superior Court; and

Carboline disputes that it is in violation of Proposition 65, and contends that the warning requirements for its industrial use products are established under the Hazard Communication Standard under the Occupational Safety & Health Act, 29 U.S.C. §651 et seq.; and

In order to avoid costly and time-consuming litigation, AYS and Carboline have agreed to settle all claims that have been brought or that could have been brought against Carboline for exposures to Proposition 65 chemicals arising from Carboline's manufacture, distribution or sale of the Products containing the Proposition 65 chemicals.

1. Product Labeling. Carboline agrees that as of April 1, 1996, it shall not ship (or cause to be shipped) any products containing Proposition 65 chemicals for sale or use in the State of California unless each such product bears one of the following warning statements on its label in compliance with Health & Safety Code §25249.6 and 22 California Code of Regulations §12601:

1.1 For products containing chemical(s) listed under Proposition 65 as reproductive toxin(s):

"WARNING: This product contains a chemical(s) known to the State of California to cause birth defects or other reproductive harm."

- 1.2 For products containing chemical(s) listed under Proposition 65 as carcinogen(s):

"WARNING: This product contains a chemical(s) known to the State of California to cause cancer."

- 1.3 For products containing chemical(s) listed under Proposition 65 as reproductive toxin(s) AND containing chemicals listed under Proposition 65 as carcinogen(s):

"WARNING: This product contains a chemical(s) known to the State of California to cause cancer, and birth defects or other reproductive harm."

- 1.4 This warning statement shall be prominent and displayed with such conspicuousness, as compared with other words, statements, or designs as to render it likely to be read and understood by an ordinary individual. Such placement of the above warnings will constitute "clear and reasonable warning" within the meaning of Proposition 65. The parties agree that the exemplar labels attached hereto as Exhibit B satisfy this requirement.

2. **Material Safety Data Sheet Revisions.** Carboline also agrees to initiate revisions to the Products' Material Safety Data Sheets ("MSDS") to add the appropriate Proposition 65 warning(s). These MSDS warnings should be consistent with the label warnings outlined in ¶ 1, 1.1 through 1.3 above. These revisions shall be completed by Carboline by April 1, 1996. An exemplar of a revised MSDS is attached hereto as Exhibit C.
3. **Restitution and Costs.** Carboline agrees to pay \$20,000 to AYS within 10 days of notice to Carboline that judgment has been entered by the court pursuant to paragraph 12 of this Agreement. The restitutionary component of this payment, which is made pursuant to Business & Professions Code §17203, shall be divided between: Bike Aid, a project promoting education and information on issues concerning toxics reduction and appropriate technology; Citizens for A Better Environment, a non-profit group dedicated to

pollution prevention and raising public awareness regarding the dangers of habitat contamination; and to the As You Sow Proposition 65 Investigation Fund. The cost component of this payment will be used by AYS to help defray its investigation fees and costs, expert fees, reasonable attorneys' fees, and any other costs incurred as a result of investigating and bringing this matter to Carboline's attention, and negotiating a settlement in the public interest.

4. **AYS' Release.** AYS, by this Agreement, waives all rights to institute an action against Carboline, its distributors or customers which sell or use Carboline's Products, whether under Proposition 65, Business & Profession Code §§17200 et seq., or any other statute or common law claim based on Carboline's alleged failure to warn individuals about exposure to Proposition 65 chemicals from any of the Products identified in Attachment A.
5. **Carboline's Release.** Carboline, by this Agreement, waives all rights to institute any form of legal action against AYS, its members, officers, directors, attorneys and representatives (the "AYS Releasees") based on any statute or provision of common law and for all actions or statements made by the AYS Releasees in the course of seeking enforcement of Proposition 65 against Carboline.
6. **Severability.** In the event that any of the provision(s) of this Agreement is held by a court to be unenforceable, the validity of the enforceable provisions shall not be adversely affected.
7. **Disputes Under This Agreement.** In the event that a dispute arises with respect to any provision(s) of this Agreement, the prevailing party shall be entitled to recover costs and reasonable attorneys' fees.
8. **Governing Law.** The terms of this Agreement shall be governed by the laws of the State of California.
9. **Change In Law.** In the event that a new or revised law, rule, regulation, or final decision of any legislative, judicial, or executive body limits or otherwise renders inapplicable the warning provisions of Proposition 65 to any of the Products listed on Attachment A to this Agreement, the warnings provisions under ¶¶ 1 or 2 of this Agreement shall be limited or inapplicable within the parameters of that new or revised law, rule, regulation or final court decision. Carboline shall provide AYS with 30 days notice of its intent to so limit the warnings provisions under ¶¶ 1 or 2 of this Agreement, and shall provide AYS with an explanation of the basis for its contention that such new or

revised law, rule, regulation, or final court decision limits or otherwise renders inapplicable the warning provisions of Proposition 65 to the Products listed on Attachment A to this Agreement. Nothing in this paragraph shall effect the amounts to be paid under ¶3 of this Agreement.

10. **Correspondence.** All correspondence to AYS shall be mailed to:

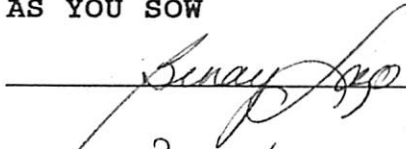
Clifford A. Chanler, Esq.
Chanler & Associates
1700 Montgomery Street, Suite 110
San Francisco, CA 94111

All correspondence to Carboline shall be mailed to:

Stanley W. Landfair, Esq.
McKenna & Cuneo
444 South Flower Street
Los Angeles, CA 60071

11. **No Admission.** Nothing in this Agreement shall be construed as an admission by Carboline of any fact, finding, issue of law, or violation of law, nor shall compliance with this Agreement constitute or be construed as an admission by Carboline of any fact, finding, conclusion, issue of law, or violation of law. However, this paragraph shall not diminish or otherwise affect the obligation, responsibilities, and duties of Carboline under this Agreement.
12. **Stipulated Judgment.** The parties shall file a stipulated judgment to be approved pursuant to California Code of Civil Procedure §664.6 by the San Francisco Superior Court of the County in accordance with the terms of this Agreement.
13. **Authority to Execute.** The undersigned are authorized to execute this Agreement on behalf of their respective parties and have read, understood and agree to all of the terms and conditions of this Agreement.


AGREED TO:
AS YOU SOW



Benay Lazo
Printed name

Director
Title

AGREED TO:
THE CARBOLINE COMPANY



JUDITH ALLEN HELLMAN
Printed name

VICE PRESIDENT
Title

Exhibit A

PROD CODE	PRODUCT DESCRIPTION
01AD2905000	CARBOLINE AD 29 ALKYD PR RED 0
01AD2905000	RUSTARMOR 29 PRIMER RED 0500
01AD2907000	CARBOLINE AD 29 ALKYD PR GRAY
01GP2805000	CARBOLINE GP 818 RED 0500
01L3410500A	CARBOLINE 2191-260 PART A RED
01L3410908B	CARBOLINE L2191-260 PART B
01L3413216A	CARBOLINE L2191-260 PART A BRO
01MP5003000	CARBOLINE METAL PREP 1 GREEN 0
01P28002749	CARBOLINE 133 HB BROWN 0274
01P2802286A	CARBOLINE 133 HB PART A BROWN
01P28022869	CARBOLINE 133 HB BROWN 2286
01P28053759	CARBOLINE 133 HB GREEN 5375
01P28092259	CARBOLINE 133 HB BROWN 9225
01P30302009	CARBOLINE 893 BROWN 0200
01005237260	PERMANOX 700 E EDISON GRAY 372
010056CLERO	SUBSIL 30 HS
010056DEEPO	SUBSIL 30 HS
010056WITEO	SUBSIL 30 HS
01005602200	SUBSIL 30 HS BROWN 0200
01005627160	SUBSIL 30 HS GRAY 2716
010062DEEPO	SUBSIL B
010103B2270	CARBOLINE 1248 BROWN B227
010103C7050	CARBOLINE 1248 GRAY C705
010103C9010	CARBOLINE 1248 ALUMINUM C901
01010302740	CARBOLINE 1248 BROWN 0274
01017009009	CARBOMASTIC 14 BLACK
010185C901A	CARBOMASTIC 15 LOW ODOR PART A
010185C9019	CARBOMASTIC 15 LOW ODOR ALUMIN
010185M5009	CARBOMASTIC 15 LOW ODOR RED M5
0101850908B	CARBOMASTIC 15 LOW ODOR PT B
010191C901A	CARBOMASTIC 90 PART A ALUMINUM
010191C9019	CARBOMASTIC 90 ALUMINUM
01023103009	CARBO ZINC 11 SG GREEN 0300
0102310904B	CARBOLINE ZINC FILLER
010239Z3009	CARBOWELD 11 HS GREEN Z300
01023907009	CARBOWELD D11 HS GRAY 0700
01024003009	CARBO ZINC 12 GREEN 0300
0102460500A	CARBO ZINC D7 WB PART A RED 05
01024605009	CARBO ZINC D7 WB RED 0500
01024605009	CARBO ZINC 7 WB RED 0500
01024607009	CARBO ZINC D7 WB GRAY 0700
0102460904B	CARBO ZINC D7 WB PART B
0102490300A	CARBO ZINC 11 HS PART A GREEN
01024903009	CARBO ZINC 11 HS GREEN 0300
0102490910C	CARBO ZINC 11 HS ACTIVATOR

PROD CODE	PRODUCT DESCRIPTION
0102500300A	CARBO ZINC 11 BASE GREEN 0300
01025003009	CARBO ZINC 11 GREEN 0300
01025007009	CARBO ZINC 11 GRAY 0700
01025701380	CARBOLINE 3350 BLUE 0138
01025703100	CARBOLINE 3350 GREEN 0310
01025767240	CARBOLINE 3350 GRAY 6724
01025767650	CARBOLINE 3350 GRAY 6765
01025778790	CARBOLINE 3350 WHITE 7879
01026202000	CARBOLINE 3358 BUFF 0200
01026204000	CARBOLINE 3358 SALMON 0400
010263CLERO	CARBOLINE 3359
010263DEEPO	CARBOLINE 3359
010263N6250	CARBOLINE 3359 YELLOW N625
010263WITEO	CARBOLINE 3359
01026308320	CARBOLINE 3359 WHITE 0832
01026318640	CARBOLINE 3359 WHITE 1864
01026366660	CARBOLINE 3359 YELLOW 6666
01028509100	NEOPRENE ADHESIVE F-1
01028709100	NEOPRENE ADHESIVE F-1
01030600009	CARBOGLAS 1601 SG
010341C9010	CARBOLINE 4631 ALUMINUM C901
010342C9000	CARBOLINE 4674 BLACK C900
010342C9010	CARBOLINE 4674 ALUMINUM C901
01040009100	CARBOLINE SURFACE CLEANER #3
01049007000	GALVANOX TYPE I GRAY 0700
0104970300A	CARBOLINE 858 GREEN 030
01049703009	CARBOLINE 858 GREEN 0300
01049705009	CARBOLINE 858 RED 0500
0104970908C	CARBOLINE 858 PART B
01050409100	THINNER 4
01050509100	PHENOLINE THINNER
01051009100	THINNER 10
01051909100	SURFACE PREPARATION #1
01052109100	THINNER 21
01052209100	THINNER 2
01052309100	THINNER 2300
01052509100	THINNER 25
01052609100	THINNER 26
01053109100	THINNER 206 (FORMERLY GALVANOX)
01053309100	THINNER 33
01054509100	THINNER 45
01054909100	THINNER 49
01055509100	THINNER 213
01055609100	THINNER 214
01055709100	THINNER #215
01055909100	THINNER 82

PROD CODE	PRODUCT DESCRIPTION
01057609100	THINNER 76
01057909100	THINNER 1000
01058209100	THINNER 2000
01058309100	THINNER 4000
01058509100	THINNER 85
01059209100	THINNER 92
01059709100	THINNER 97
010600A2629	PHENOLINE 300 FINISH BROWN A26
010600C7039	PHENOLINE 300 FINISH GRAY C703
010600S8009	PHENOLINE 300 FINISH WHITE S80
01060002179	PHENOLINE 300 FINISH BROWN 021
01060013649	PHENOLINE 300 FINISH GREEN 136
01060304009	PHENOLINE 300 PRIMER SALMON 04
010604C900A	PHENOLINE 302 PART A BLACK C90
010604C9009	PHENOLINE 302 BLACK C900
01060407009	PHENOLINE 302 GRAY 0700
0106040909B	PHENOLINE 302 CATALYST
01060606009	PHENOLINE 305 PRIMER YELLOW
01060606009	PHENOLINE 305 PRIMER YELLOW 06
010607C7039	PHENOLINE 305 FINISH GRAY C703
010607C7059	PHENOLINE 305 FINISH GRAY C705
010607DEEP9	PHENOLINE 305 FINISH
01061205009	PHENOLINE 1205 RED 0500
0106120908B	PHENOLINE 1205 PART B
01061257429	PHENOLINE 1205 GRAY 5742
010620C7039	PHENOLINE 373 FINISH GRAY C703
01062001009	PHENOLINE 373 PR/INT BLUE 0100
01062008109	PHENOLINE 373 PRIMER WHITE 081
0106200907B	PHENOLINE 373 PRIMER PART B
01062043399	PHENOLINE 373 FINISH GREEN 433
01062507469	PHENOLINE 376 FIN GRAY 0746
01062508109	PHENOLINE 376 PR/INT WHITE 081
0106300773A	PHENOLINE 368 WG PART A GRAY 0
01063007739	PHENOLINE 368 WG GRAY 0773
0106300800A	PHENOLINE 368 WG PART A WHITE
01063008009	PHENOLINE 368 WG WHITE 0800
0106300908B	PHENOLINE 368 WG PART B
01071505000	CARBOLINE RUSTBOND 8 HB RED 05
01073007020	POLYCLAD 936 GRAY 0702
01077303009	CARBOLINE 1037 WP GREEN 0300
0107730908B	CARBOLINE 1037 WASH PRIMER PT
010804DEEPO	CARBOLINE 139
010804WITEO	CARBOLINE 139
01080466660	CARBOLINE 139 YELLOW 6666
010840A1819	CARBOLINE 133 HB BLUE A181
010840CLERA	CARBOLINE 133 HB PART A

PROD CODE	PRODUCT DESCRIPTION
010840CLER9	CARBOLINE 133 HB
010840C7059	CARBOLINE 133 HB GRAY C705
010840C9019	CARBOLINE 133 HB ALUMINUM C901
010840DEEPA	CARBOLINE 133 HB PART A
010840DEEP9	CARBOLINE 133 HB
010840G2459	CARBOLINE 133 HB BROWN G245
010840J6989	CARBOLINE 133 HB YELLOW J698
010840WITE9	CARBOLINE 133 HB
0108400909B	CARBOLINE 133 HB PART B
0108401864A	CARBOLINE 133 HB PART A WHITE
01084018649	CARBOLINE 133 HB WHITE 1864
01084066669	CARBOLINE 133 HB YELLOW 6666
010841CLER9	CARBOLINE 134
010841DEEPA	CARBOLINE 134 PART A
010841DEEP9	CARBOLINE 134
010841N5089	CARBOLINE 134 RED N508
010841S8009	CARBOLINE 134 WHITE S800
01084WITEA	CARBOLINE 134 PART A
010841WITE9	CARBOLINE 134
01084118649	CARBOLINE 134 WHITE 1864
010848CLER9	CARBOTHANE 134 HS
010848C900A	CARBOTHANE 134 HS PART A BLACK
010848C9009	CARBOTHANE 134 HS BLACK C900
010848C9019	CARBOTHANE 134 HS ALUMINUM C90
010848DEEPA	CARBOTHANE 134 HS PART A
010848DEEP9	CARBOTHANE 134 HS
010848G2459	CARBOTHANE 134 HS BROWN G245
010848J6989	CARBOTHANE 134 HS YELLOW J698
010848N5089	CARBOTHANE 134 HS RED N508
010848S5259	CARBOTHANE 134 HS RED S525
010848S6259	CARBOTHANE 134 HS YELLOW S625
010848S8009	CARBOTHANE 134 HS WHITE S800
010848WITEA	CARBOTHANE 134 HS PART A
010848WITE9	CARBOTHANE 134 HS
01084806569	CARBOTHANE 134 HS YELLOW 0656
01084808329	CARBOTHANE 134 HS WHITE 0832
0108480909B	CARBOTHANE URETHANE CONVERTER
01084818649	CARBOTHANE 134 HS WHITE 1864
01084821999	CARBOTHANE 134 HS BLUE 2199
01084844449	CARBOTHANE 134 HS ORANGE 4444
01084855559	CARBOTHANE 134 HS RED 5555
01084866669	CARBOTHANE 134 HS YELLOW 6666
010855S8009	CARBOTHANE D833 WHITE S800
010856N5259	CARBOLINE 834 RED N525
010856WITE9	CARBOLINE 834
0108600909B	FORTIFIER 800

PROD CODE	PRODUCT DESCRIPTION
010864C901A	CARBOMASTIC 242 PART A ALUMINUM
010864C9019	CARBOMASTIC 242 ALUMINUM C901
0108640908B	CARBOMASTIC 242 PART B
0108750800A	POLIBRID 700 PART A WHITE 0800
0108990908B	CARBOLINE URETHANE CONVERTER 5
01090207009	STARGLAZE SEALANT 1 VERTICAL G
0109040500A	CARBOLINE 193 LF PR PART A RED
01090405009	CARBOLINE 193 LF PRIMER RED 05
010911C7039	CARBOLINE 187 FINISH GRAY C703
01091105009	CARBOLINE 187 PRIMER RED 0500
0109110909B	CARBOLINE 187 FINISH PART B
01091118989	CARBOLINE 187 FIN WHITE 1898
01091167979	CARBOLINE 187 FINISH GRAY 6797
010920C703A	THERMALINE 400 FIN PT A GRAY C
010920C7039	THERMALINE 400 GRAY C703
01092005009	THERMALINE 400 PRIMER RED 0500
01092067979	THERMALINE 400 GRAY 6797
01092209109	RUSTBOND PENETRATING SEALER SG
01092301009	CARBOLINE 163-2 CAULK BLUE 010
0109250910A	RUSTBOND PENETRATING SEALER PA
01092509109	RUSTBOND PENETRATING SEALER WG
01092701009	CARBOLINE 163-2 HB BLUE 0100
010944C703A	CARBOLINE 190 HB PART A GRAY C
010944C7039	CARBOLINE 190 HB GRAY C703
010944C9009	CARBOLINE 190 HB BLACK C900
010944WITE9	CARBOLINE 190 HB
0109440908B	CARBOLINE 190 HB PART B
01094508009	CARBOLINE 195 SURFACER WHITE 0
01096006009	KOP-COAT 340 PRIMER GOLD 0600
010966K2039	HI-GARD PW EPOXY BROWN K203
01096601009	HI-GARD PW EPOXY BLUE 0100
0109660800A	HI-GARD PW PART A WHITE 0800
01096608009	HI-GARD PW EPOXY WHITE 0800
01096701009	POLIBRID 670 PRIMER TURQUOISE
01098447989	CARBOLINE 890 EF GRAY 4798
010985C901A	CARBOLINE 801 ALUMINUM C901 PA
010985C9019	CARBOMASTIC 801 ALUMINUM C901
010986CLERA	CARBOLINE 890 PART A
010986CLER9	CARBOLINE 890
010986C703A	CARBOLINE 890 PART A GRAY C703
010986C7039	CARBOLINE 890 GRAY C703
010986C9009	CARBOLINE 890 BLACK C900
010986DEEPA	CARBOLINE 890 PART A
010986DEEP9	CARBOLINE 890
010986S8009	CARBOLINE 890 WHITE S800
010986WITEA	CARBOLINE 890 PART A

PROD CODE	PRODUCT DESCRIPTION
010986WITE9	CARBOLINE 890
0109860908B	CARBOLINE 890 PART B
01098655559	CARBOLINE 890 RED 5555
0109866666A	CARBOLINE 890 PART A YELLOW 66
01098666669	CARBOLINE 890 YELLOW 6666
01098682859	CARBOLINE 890 BROWN 8285
010987CLERA	CARBOMASTIC 801 PART A
010987CLER9	CARBOMASTIC 801
010987C703A	CARBOMASTIC 801 PART A GRAY C7
010987C7039	CARBOMASTIC 801 GRAY C703
010987DEEPA	CARBOMASTIC 801 PART A
010987DEEP9	CARBOMASTIC 801
010987N6259	CARBOMASTIC 801 YELLOW N625
010987R908B	CARBOMASTIC 801 PART B - NUCLE
010987S8009	CARBOMASTIC 801 WHITE S800
010987WITEA	CARBOMASTIC 801 PART A
010987WITE9	CARBOMASTIC 801
0109870908B	CARBOMASTIC 801 PART B
01098713069	CARBOMASTIC 801 GREEN 1306
01098716599	CARBOMASTIC 801 YELLOW 1659
01098744449	CARBOMASTIC 801 ORANGE 4444
01098766669	CARBOLINE 801 YELLOW 6666
01098792289	CARBOMASTIC 801 BROWN 9228
01098805009	CARBOLINE 893 PRIMER RED 0500
01098806009	CARBOLINE 893 PRIMER YELLOW 06
0109880700A	CARBOLINE 893 PR PART A GRAY 0
01098807009	CARBOLINE 893 PRIMER GRAY 0700
01098808009	CARBOLINE 893 PRIMER WHITE 080
0109880908B	CARBOLINE 893 PRIMER PART B
010993S8009	CARBOLINE D888 FINISH WHITE S8
01099308089	CARBOLINE D888 FINISH WHITE 08
01099308219	CARBOLINE D888 FINISH WHITE 08
01099366669	CARBOLINE 888 FINISH YELLOW 66
010994S8009	SUPER HI-GARD 891 WHITE S800
01099401009	SUPER HI-GARD 891 BLUE 0100
0109940500A	SUPER HI-GARD 891 PART A RED 0
01099405009	SUPER HI-GARD 891 RED 0500
0109940908B	SUPER HI-GARD 891 PART B
0109941898A	SUPER HI-GARD 891 PART A WHITE
01099418989	SUPER HI-GARD 891 WHITE 1898
01099447539	SUPER HI-GARD 891 GRAY 4753
01112508000	SANITILE SEALER WHITE 0800
01113508000	SANITILE VOC CB BASE WHITE 080
01114508000	SANITILE D W BASE WHITE 0800
01121057439	1210 LG GRIP-OXY GRAY 5743
01150009100	CARBOCRETE 700

PROD CODE	PRODUCT DESCRIPTION
011501F2050	FLEXXIDE SMOOTH ALAMO CREME F2
01150192710	FLEXXIDE SMOOTH FAWN 9271
01150208570	FLEXXIDE FINE IVORY 0857
01150708000	FLEXXIDE MASONRY BLOCK FILL WH
011752S800A	SANITILE VOC FINISH HG WHITE S
0117526813A	SANITILE VOC HG FIN PURE WHITE
011852DBLW9	SANITILE 800 VOC FINISH HG
011852WITE9	SANITILE 800 VOC FINISH HG
01185268129	SANITILE 800 VOC FIN HG WHITE
01185268139	SANITILE 800 VOC FIN HG PURE W
01202009109	STARGLAZE 2000 CLEAR 0910
01205209109	DUOCHEM 5205 HIGH GLOSS CLEAR
01206409109	STARGLAZE 2064 CLEAR
01209309109	DUOCHEM 9205 CLEAR 0910
012094B1439	DUOCHEM 9400 BLUE B143
012094C7039	DUOCHEM 9400 GRAY C703
012094C7059	DUOCHEM 9400 GRAY C705
01210177839	STARGLAZE 2101 PRIMER GRAY 778
01210277849	STARGLAZE 2102 BASECOAT GRAY 7
01210377859	STARGLAZE 2103 LS GRAY 7785
01220007559	STARGLAZE 2200 PRIMER LT GRAY
0150200000A	SANITILE ILT TROWEL LIQUID
01502000009	SANITILE ILT TROWEL
01530106000	ALARA 1146 CAVITY DECON YELLOW
01590557439	CARBOLINE 1210 GRIP-OXY GRAY 5
05M04023949	MIL P-24441 PRIMER GREEN 2394
05M04127259	MIL P-24441 FORM. 151 HAZE GRA
05W16509009	BITUMASTIC 300M BLACK 0900
05W1650909B	BITUMASTIC 300M PART B
05001405000	KOP-COAT 622-LCF PRIMER RED 05
050016B3560	RUSTARMOR 500 SPEED GREEN B356
050016B3630	RUSTARMOR 500 SPEED GREEN B363
050016CLERO	RUSTARMOR 500 SPEED
050016DEEPO	RUSTARMOR 500 SPEED
050016K2010	RUSTARMOR 500 SPEED BROWN K201
050016N6980	RUSTARMOR 500 SPEED YELLOW N69
050016S8000	RUSTARMOR 500 SPEED WHITE S800
050016WITEO	RUSTARMOR 500 SPEED
05001608000	RUSTARMOR 500 SPEED WHITE 0800
05001608950	RUSTARMOR 500 SPEED WHITE 0895
05001613080	RUSTARMOR 500 SPEED GREEN 1308
05001632160	RUSTARMOR 500 SPEED BROWN 3216
05001638480	RUSTARMOR 500 SPEED WHITE 3848
05001678100	RUSTARMOR 500 SPEED WHITE 7810
05001692280	RUSTARMOR 500 SPEED BROWN 9228
05001832160	RUSTARMOR 500 HB BROWN 3216

PROD CODE	PRODUCT DESCRIPTION
05002009000	INTERTOL 49 THICK BLACK 0900
05002409000	BITUMASTIC SUPER SERVICE BLACK
05002509000	BITUMASTIC 50 BLACK 0900
05002609000	BITUMASTIC SUPER TANK HS SOLUT
05003409000	BITUPLASTIC 33 WINTERIZED BLAC
05004705000	KOP-COAT 622 LCF VOC PRIMER RE
05006232160	KOP-COAT 1515 SILICONE BROWN 3
05008500000	DENSO PASTE STANDARD - 4 X 5.5
05008600000	DENSO PASTE S105 - 4 X 5.5 # TU
05016505009	BITUMASTIC 300-M RED 0500
05016509009	BITUMASTIC 300-M BLACK 0900
0501650909B	BITUMASTIC 300-M PART B
050265G2450	KOP-COAT ACRYLIC 600 BROWN G24
050265S8000	KOP-COAT 600 WHITE S800
05026508950	KOP COAT 600 OYSTER WHITE 0895
05096903009	KOP-COAT A 788-66 SPLASH ZONE
0613520909B	SANITILE 550 FORTIFIER
0616526813A	SANITILE FINISH HG PURE WHITE
07T51208000	ACRILAST 570 WHITE 0800
07012600000	PLASTIC CORNER BEADS
07014800000	PYROCRETE 241

ATTACHMENT A

[Carboline's Products List]

Exhibit B

EXHIBIT B

[Exemplars of revised warning labels]

oolimine[®]

WARNING!

CARBOLINE 890 PART B Read the Material Safety Data Sheet before use.
PHYSICAL HAZARD: PAINT/CLASS/3/JUN1263/PGII (Flash Point: 71 F). Vapors travel long distances and flashback. Keep away from heat, sparks, and open flames. Use only with adequate ventilation.
HEALTH HAZARD: INHALATION: Harmful if inhaled, may affect the brain or nervous system, causing dizziness, headache or nausea. May cause nose and throat irritation.

CONTACT: May cause eye burns. May cause skin burns. May cause allergic skin reaction.

NOTICE: Contains SILICA which can cause cancer. Risk of cancer depends on duration and level of exposure.

MEDICAL CONDITIONS PRONE TO AGGRAVATION BY EXPOSURE: If sensitized to amines, epoxies or other chemicals do not use. See a physician if a medical condition exists.

PRECAUTIONS: Handling: Keep exposure below vapor limits using adequate ventilation and proper face mask. Avoid breathing vapor or mist. Avoid all eye and skin contact by using safety glasses, gloves and impervious clothing.

STORAGE: Keep container closed. Store in a cool, well-ventilated area.

FIRE FIGHTING: Use Dry Chemical or Foam. Cool exposed containers with water.
FIRST AID: Inhalation: If over-exposed to vapors or spray mist, remove to fresh air and use artificial respiration if necessary. Skin or Eye Contact: Flush with water repeatedly. If swallowed: Do not induce vomiting. ALWAYS CALL A PHYSICIAN IMMEDIATELY.

CONTAINS: Silica (14808-60-7), Xylene (1330-20-7), Polyamine (BLEND, NE), Isopropanol (67-63-0) and Aromatic Solvent (64742-95-6).

WARNING: This product contains a chemical(s) known to the State of California to cause cancer.

Carboline Company, 350 Hanley Ind. Ct. St. Louis, MO 63144
Emergency Phone, Transportation 800-424-9300, Health 412-681-6669



MIS/NFPA	
HEALTH	3
FLAMMABILITY	3
REACTIVITY	1
PROTECTION	G
PA PHASE	4

Carboline®

WARNING!



HMS/NEPA
HEALTH
FLAMMABILITY
REACTIVITY
PROTECTION
NFPA PHASE

3
3
0
4

THINNER #2 Read the Material Safety Data Sheet before use.
PHYSICAL HAZARD: FLAMMABLE/LIQUID/3/UN1263/PGII (Flash Point: 24 F).
(Vapors travel long distances and flashback). Keep away from heat, sparks, and open flames. Use only with adequate ventilation.
HEALTH HAZARD: INHALATION: Harmful if inhaled, may affect the brain or nervous system, causing dizziness, headache or nausea. May cause nose and throat irritation.
CONTACT: May cause eye irritation. May cause skin irritation.
MEDICAL CONDITIONS PRONE TO AGGRAVATION BY EXPOSURE: If you have a condition that could be aggravated by exposure to dust or organic vapors see a physician prior to use.
PRECAUTIONS: Handling: Keep exposure below vapor limits using adequate ventilation and proper face mask. Avoid breathing vapor or mist. Avoid all eye and skin contact by using safety glasses, gloves and impervious clothing.
STORAGE: Keep container closed. Store in a cool, well-ventilated area.
FIRE FIGHTING: Use Dry Chemical or Foam. Cool exposed containers with water.
FIRST AID: Inhalation: If over-exposed to vapors or spray mist, remove to fresh air and use artificial respiration if necessary. Skin or Eye Contact: Flush with water repeatedly. If swallowed: Do not induce vomiting. ALWAYS CALL A PHYSICIAN IMMEDIATELY.
CONTAINS: Toluene (108-88-3) and Ketone (78-93-3).
WARNING: This product contains a chemical(s) known to the State of California to cause birth defects or other reproductive harm.
Carboline Company 350 Hanley Ind. Ct. St. Louis, MO 63144
Emergency Phone, Transportation 800-424-9300, Health 412-681-6669

Polimer®

WARNING!



MIS/NFPA
HEALTH
FLAMMABILITY
REACTIVITY
PROTECTION
FPA PHASE

2 3 0 4

CARBOLINE 890 PART A Read the Material Safety Data Sheet before use.
PHYSICAL HAZARD: PAINT/FLAMMABLE/LIQUID/UN1263/PGIII (Flash Point: 73 F). Vapors travel long distances and flashback). Keep away from heat, sparks, and open flames. Use only with adequate ventilation.
HEALTH HAZARD: INHALATION: Harmful if inhaled, may affect the brain or nervous system, causing dizziness, headache or nausea. May cause nose and throat irritation.
CONTACT: May cause eye irritation. May cause skin irritation. May cause allergic skin reaction.
NOTICE: Contains SILICA which can cause cancer. Risk of cancer depends on duration and level of exposure.
MEDICAL CONDITIONS PRONE TO AGGRAVATION BY EXPOSURE: If sensitized to amines, epoxies or other chemicals do not use. See a physician if a medical condition exists.
PRECAUTIONS: Handling: Keep exposure below vapor limits using adequate ventilation and proper face mask. Avoid breathing vapor or mist. Avoid all eye and skin contact by using safety glasses, gloves and impervious clothing.
STORAGE: Keep container closed. Store in a cool, well-ventilated area.
FIRE FIGHTING: Use Dry Chemical or Foam. Cool exposed containers with water.
FIRST AID: Inhalation: If over-exposed to vapors or spray mist, remove to fresh air and use artificial respiration if necessary. Skin or Eye Contact: Flush with water repeatedly. If swallowed: Do not induce vomiting. ALWAYS CALL A PHYSICIAN IMMEDIATELY.
CONTAINS: Color Pigment Mixture (MIXTURE), Silica (14808-60-7), Epoxy Resin (25068-38-6), Xylene (1330-20-7), Toluene (108-88-3) and Aromatic Solvent (64742-95-6).
WARNING: This product contains a chemical(s) known to the State of California to cause cancer and birth defects or other reproductive harm.
Carboline Company 350 Hanley Ind. Ct. St. Louis, MO 63144
Emergency Phone, Transportation 800-424-9300, Health 412-681-6669

Exhibit C

EXHIBIT C

[Exemplar of revised MSDSs]

SECTION I - PRODUCT: CARBOLINE 890 PART B (0986B1NL)
Date: 09/07/93 Replaces 02/26/93 - VLF

CHEMTREC TRANSPORTATION EMERGENCY PHONE NO.: 800-424-9300
PITTSBURGH POISON CONTROL CENTER HEALTH EMERGENCY NO.: 412-681-6669

SECTION II - HAZARDOUS INGREDIENTS EXPOSURE LIMITS

CHEMICAL NAME	(A)	(B)	(C)	(D)	(E)
SILICA	14808-60-7	65%	0.1MG/M3	NE	NE
XYLENE	1330-20-7	10%	100 PPM	150 PPM	NE
ALIPHATIC AMINE	NE	5%	NE	NE	NE
CYCLOALIPHATIC AMINE BLEND		5%	NE	NE	NE
AROMATIC SOLVENT	64742-95-6	5%	25PPM	NE	NE
ISOPROPANOL	67-63-0	5%	400 PPM	500 PPM	NE

HAZARDOUS INGREDIENTS ADDITIONAL DATA

CHEMICAL NAME	(F)	(G)
SILICA	NOT AVAILABLE	NO/NO
XYLENE	4300MG/KG RAT, ORAL 15000 PPM/4HRS RAT, INHALATION	NO/YES/1,2,3
ALIPHATIC AMINE	NOT AVAILABLE	NO/NO/1,2
CYCLOALIPHATIC AMINE	NOT AVAILABLE	NO/NO/1,2
AROMATIC SOLVENT	4700MG/KG RAT, ORAL 3670PPM/8HRS RAT, INHALATION	NO/NO/1,2,3
ISOPROPANOL	4720MG/KG RAT, ORAL 16000PPM/8HRS RAT, INHALATION	NO/NO/3

TABLE (A) CAS NUMBER (B) LESS THAN WT (C) TLV-TWA (D) STEL (E) CEILING (F) TOXICITY DATA (LD50/Route, LC50/Route) (G) SARA 302/SARA 313/ SARA 311-312 CATEGORIES/CERCLA. NE = not established, NR = not required, NO = no. Color Pigment Mixture may contain Iron Oxides, Titanium Dioxide, Carbon Black, and other particulates not otherwise regulated in varying amounts depending on color of product.

WHMIS CLASSIFICATION: B2 -- D2A -- D2B
HMIS/NFPA CLASSIFICATION: HEALTH 3, FLAMMABILITY 3, REACTIVITY 1,
PERSONAL PROTECTION CODE G, NFPA FIRE FIGHTING PHASE 4

SECTION III - PHYSICAL DATA:

BOILING RANGE: 180F(82C)-346F(174C). VAPOR DENSITY: Heavier than air.
EVAPORATION RATE: Slower than ether. VOLATILE BY WEIGHT 17 %. VOLATILE BY VOLUME: 33 %. PRODUCT WT/GAL: 13.6 LBS/U.S.GAL. 1.63 sp gr.

SECTION IV - FIRE AND EXPLOSION HAZARD DATA:

FLAMMABILITY CLASSIFICATION: FLASH POINT: 71 F(21C) (Setaflash) LEL 0.9 % UEL 12.7 %.
OSHA-PAINT/CLASS/3/UN1263/PGII, DOT-PAINT, CLASS 3, UN1263, PGII, CANADIAN TDGA: PAINT, CLASS 3, UN1263, PG II
EXTINGUISHING MEDIA: Dry Chemical, Foam, Carbon Dioxide, Water Fog.

PRODUCT: CARBOLINE 890 PART B (0986B1NL)
Date: 09/07/93 Replaces 02/26/93 - VLF

UNUSUAL FIRE AND EXPLOSION HAZARDS: Vapors are heavier than air and will accumulate. Vapors will form explosive concentrations with air. Vapors travel long distances and will flashback. Use mechanical ventilation when necessary to keep percent vapor below the "Lower Explosion Level" (LEL).
SPECIAL FIRE FIGHTING PROCEDURES: Evacuate hazard area of unprotected personnel. Use a NIOSH approved self-contained breathing unit and complete body protection. Cool surrounding containers with water in case of fire exposure.

SECTION V - HEALTH HAZARD DATA:

INHALATION: Harmful if inhaled, may affect the brain or nervous system, causing dizziness, headache or nausea. May cause nose and throat irritation.
CONTACT: May cause eye burns. May cause skin burns. May cause allergic skin reaction.

NOTICE: Contains SILICA which can cause cancer. Risk of cancer depends on duration and level of exposure. Reports have associated repeated and prolonged occupational overexposure to solvents with permanent brain and nervous system damage.

MEDICAL CONDITIONS PRONE TO AGGRAVATION BY EXPOSURE: If sensitized to amines, epoxies or other chemicals do not use. See a physician if a medical condition exists.

PRIMARY ROUTE(S) OF ENTRY: Inhalation, Dermal, Ingestion.

EMERGENCY FIRST AID PROCEDURES: When exposed always get medical attention.

EYE CONTACT: Flush with water for 15 minutes.

SKIN CONTACT: Wash with soap and water. Remove contaminated clothing and clean before reuse.

INHALATION: Remove to fresh air. Provide oxygen if breathing is difficult. Use artificial respiration if not breathing. Get medical attention.

IF SWALLOWED: DO NOT INDUCE VOMITING!! Always get medical attention.

SECTION VI - REACTIVITY DATA:

STABILITY: This product is stable under normal storage conditions.

HAZARDOUS POLYMERIZATION: Will not occur under normal conditions.

HAZARDOUS DECOMPOSITION PRODUCTS: Carbon monoxide, nitrogen oxides, and unidentified organic compounds. Consider all smoke and fumes from burning material as very hazardous. Welding, cutting or abrasive grinding can create smoke and fumes. Do not breathe.

CONDITIONS TO AVOID: Heat, sparks, and open flames.

INCOMPATIBILITY: Avoid contact with strong oxidizing agents.

SECTION VII - SPILL OR LEAK PROCEDURES:

STEPS TO BE TAKEN IN CASE OF SPILL: Eliminate all ignition sources.

Handling equipment must be grounded to prevent sparking. Evacuate the area of unprotected personnel. Wear appropriate personal protection clothing and equipment. Follow safe handling and use guidelines in Section VIII. Contain and soak up residual with an absorbent (clay or sand). Take up absorbent

PRODUCT: CARBOLINE 890 PART B (0986B1NL)
Date: 09/07/93 Replaces 02/26/93 - VLF

material and seal tightly for proper disposal. Dispose of in accordance with local, state and federal regulations. Refer to Section II for Sara Title III and CERCLA information.

SECTION VIII - SAFE HANDLING AND USE INFORMATION:

RESPIRATORY PROTECTION: Use only with ventilation to keep levels below exposure guidelines. (Section II). User should test and monitor exposure levels to insure all personnel are below guidelines. If not sure or if not able to monitor use MSHA/NIOSH approved air-purifying respirator.

VENTILATION: Use explosion-proof ventilation when required to keep below health exposure guidelines and Lower Explosion Limit (LEL).

SKIN AND EYE PROTECTION: Recommend impervious gloves, clothing and safety glasses with side shields or chemical goggles to avoid skin and eye contact. If material penetrates to skin, change gloves and clothing.

HYGIENIC PRACTICES: Wash with soap and water before eating, drinking, applying cosmetics, or using toilet facilities. Use of a hand cleaner is recommended. Launder contaminated clothing before reuse. Leather shoes can absorb and pass through hazardous materials. Check shoes carefully after soaking before reuse.

SECTION IX - SPECIAL PRECAUTIONS:

PRECAUTIONS TO BE TAKEN IN HANDLING AND STORAGE: Keep away from heat, sparks, open flame, and strong oxidizing agents. Keep containers closed. Store in cool, dry place with adequate ventilation. If pouring or transferring materials, ground all containers and tools.

OTHER PRECAUTIONS: Do not weld, heat, cut or drill on full or empty containers.

The information contained herein is, to the best of our knowledge and belief accurate. However, since the conditions of handling and use are beyond our control, we make no guarantee of results, and assume no liability for damages incurred by use of this material. It is the responsibility of the user to comply with all applicable federal, state, and local laws and regulations.

Carboline Company 350 Hanley Ind. Ct. St. Louis, MO 63144
PHONE NO. 314-644-1000 FOR INDUSTRIAL USE ONLY

SPECIFIC STATE REGULATORY INFORMATION

NEW JERSEY
PENNSYLVANIA

Non-Hazardous Materials above 1 Percent:

Name	CAS	Pct
BENZYL ALCOHOL	100-51-6	10%
UREA	NE	5%

CALIFORNIA

WARNING: This product contains a chemical(s) know to the State of California to cause cancer.