

ROBERT ABRAMS
Attorney General of the State
of New York
District of New Jersey
Department of Law
Environmental Protection Bureau
120 Broadway
New York, New York 10271
Attorney for the State of New
York and Thomas C. Jorling, Trustee

9003600
BV
28
MICHAEL CHERTOFF
United States Attorney
BETTE E. UHRMACHER
Assistant United States Attorney
970 Broad Street
Newark, New Jersey 07102
(201) 645-2700
Attorneys for the United
States
BU5318

ROBERT J. DEL TUFO
Attorney General for the State
of New Jersey
R.J. Hughes Justice Complex -
CN 112
Trenton, New Jersey 08625
Attorney for the State of New
Jersey and Scott Weiner,
Trustee

O. PETER SHERWOOD
Corporation Counsel of the
City of New York
New York City Law Department
100 Church Street - Room 326K
New York, New York 10007
Attorney for the City of New
York

NK

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY

RECEIVED

AUG 18 1993

AT 8:30 P.M.
WILLIAM T. WALSH, CLERK

-----X
In the Matter of the Complaint of :
NAUTILUS MOTOR TANKER CO., LTD., :
Owner of the M/T B.T. NAUTILUS for :
exoneration from or Limitation of :
Liability :
-----X

90 CV 24 (WGS) FILED

APR 5 - 1994

CONSENT DECREE

AT 8:30 P.M.
WILLIAM T. WALSH, CLERK

WHEREAS, the parties to this Consent Decree agree that
settlement of the claims in this case against Nautilus Motor
Tanker Co., Ltd. ("Nautilus") is in the public interest and that
entry of this Consent Decree is the most appropriate means to
resolve the matters covered herein;

WHEREAS, Nautilus is the owner of the vessel, M/T BT
Nautilus ("BT Nautilus");

WHEREAS, a spill of No. 6 fuel oil occurred from the BT
Nautilus on or about June 7, 1990 ("spill");

ENTERED

ON THE DOCKET
on 4-8-94
WILLIAM T. WALSH
By [Signature]

WHEREAS, No. 6 fuel oil from the spill entered into the waters of the State of New Jersey and the State of New York and reached the shorelines of, and property owned by, the United States, the States of New York and New Jersey, and the City of New York;

WHEREAS, the United States, the State of New Jersey, and the State of New York are trustees for, and together with the City of New York are owners of, certain natural resources damaged by the spill;

WHEREAS, the United States, the State of New York, the State of New Jersey, and the City of New York (hereinafter jointly referred to as the "Governments") filed their respective separate claims June 12, and October 9 and 10, 1990 alleging that Nautilus is responsible for the spill and liable for all cleanup, removal and monitoring costs; and

WHEREAS, the Governments and Nautilus have consented to the entry of this Consent Decree as a final judgement without trial or adjudication of any issue of fact or law herein and without this Consent Decree constituting any evidence against or an admission by any party with respect to any such issue or an admission of liability or fault on the part of any party hereto, and without prejudice to Nautilus' right to make any claim or file any cause of action against a person not a party to this Consent Decree.

NOW THEREFORE, it is hereby Ordered, Adjudged and Decreed, and agreed among the parties:

I. JURISDICTION

This Court has jurisdiction over the subject matter and over the parties to this action pursuant to 28 U.S.C. Sections 1331, 1332, 1345, 1367 and 33 U.S.C. Sections 1319 and 1321. This Court also has jurisdiction over the subject matter of the pendent state law claims in this action. Venue is proper in this Court pursuant to 28 U.S.C. Section 1391(b) and (c).

STATE
LAW

II. DEFINITIONS

"Natural resources" shall have the meaning provided in Section 101(16) of the Comprehensive Environmental Response, Compensation, and Liability Act ("CERCLA"), 42 U.S.C. § 9601(16).

"Cleanup, removal and monitoring costs" shall mean cleanup, removal and monitoring costs incurred or to be incurred as defined by the Federal Water Pollution Control Act and as amended by CERCLA, 42 U.S.C. § 9601 et seq., including the study of both the short-term and long-term effects of oil upon the natural resources, and damages to the natural resources owned, controlled, managed by, held in trust by, appertaining to, or otherwise controlled, by the Governments.

"United States" shall mean the United States of America, the Department of Commerce through the National Oceanic and Atmospheric Administration, and the Department of the Interior.

"State of New Jersey" shall mean the State of New Jersey and Scott A. Weiner, Commissioner of the Department of Environmental Protection and Energy.

"State of New York" shall mean the State of New York and Thomas C. Jorling, Commissioner of the New York State Department of Environmental Conservation.

"Nautilus" shall mean Nautilus Motor Tanker Co. Ltd., as owner of the BT Nautilus, her operators and managers, and each of their present and former officers, directors, employees, agents, administrators, assigns, insurers, underwriters, affiliates, parent and subsidiary corporations.

III. TOTAL SUM TO BE PAID AS NATURAL RESOURCE DAMAGES AND RESPONSE COSTS

Within 30 days after entry of this Consent Decree as an order of the Court, Nautilus shall pay to the Governments for natural resource damages and response costs the sum of Four Million Dollars (\$4,000,000) plus interest accrued in the Escrow Account established by Nautilus. Payments of response costs and damages shall be made as set forth in Paragraphs VII and VIII.

IV. PUBLIC COMMENT

This Consent Decree shall be lodged with the Court for a period of not less than thirty (30) days for public notice and comment in accordance with 28 C.F.R. § 50.7. Until such time as this Consent Decree is entered as an order of the Court, the United States, in consultation with the other Governments, reserves the right to withdraw its consent to this Consent Decree if comments received disclose facts or considerations which indicate that the Consent Decree is not in the public interest. Nautilus consents to the entry of this Consent Decree without further notice and may not withdraw from this Consent Decree once

signed by its authorized representative(s) provided that the Consent Decree is entered as an order of the Court no later than December 31, 1993 unless otherwise agreed by the parties.

V. PARTIES BOUND

This Consent Decree shall apply to and be binding upon and inure to the benefit of the Governments and Nautilus, its present and former officers, directors, employees and agents.

VI. DISMISSAL OF ACTIONS WITH PREJUDICE AND RELEASE OF CLAIMS

A. Upon entry of this Consent Decree as an Order of the Court:

(1) the Consent Decree shall become effective and constitute a final judgment between and among the Governments and Nautilus;

(2) each of the claims for relief by the Governments in this action and the action entitled State of New York, et al. v. BT Nautilus, et al., CV 90-2267 (WGB) (D.N.J.) filed on June 12, 1990 are, and shall be, dismissed with prejudice and without court costs to any party;

(3) Nautilus releases each of the Governments, their agencies, employees and agents from any and all claims by Nautilus whether legal, equitable, statutory or in admiralty, including without limitation any and all claims under common law, that arise out of or are based on, or could in the future arise out of or be based on, any matter relating to the spill; and

(4) Effective upon payment of the sums required by this Consent Decree, each of the Governments releases Nautilus

from any and all civil claims by the Governments, arising from or relating to the spill, whether legal, equitable, statutory, or in admiralty, of which the Governments knew or which the Governments could have alleged based on documentation, data, or information available to any one of them, on or before the date of lodging of this Consent Decree, including without limitation, any and all civil claims under the Federal Water Pollution Control Act, 33 U.S.C. §§ 1251 et seq., the New York Navigation Law, the New York City Administrative Code, the New Jersey Spill Compensation and Control Act, the New Jersey Water Pollution Control Act, N.J.S.A. 5:10-23.11 et seq., all implementing regulations, and common law, that are alleged in the Complaints and/or Claims of the Governments in this action and State of New York, et al. v. BT Nautilus, et al., CV 90-2267 (WGB) (D.N.J.).

VII. PAYMENT OF NATURAL RESOURCE DAMAGES

A. Payment to the Clerk of the Court

(1) Payment of natural resource damages to the Governments in the amount of \$3.3 million plus accrued interest in the Escrow Account established by Nautilus shall be made by Electronic Fund Transfer to the United States District Court for the District of New Jersey, Clerk's Registry Account at:

National Westminster Bank
Jersey City, NJ
Account Number: 3162023631
ABA Number: 021200339

(2) As soon as the business of his office allows, the Clerk of the United States District Court for the District of New Jersey shall transfer said funds from the Registry Account to an

interest-bearing account which account is hereby created pursuant to Fed. R. Civ. P. 67 and Local Rule 35, E. A certified copy of this Consent Decree shall be served on the Clerk of the Court or his designee by the U.S. Attorney's Office.

(3) National Westminster Bank shall pledge to the Treasurer of the United States, collateral security for the funds deposited which are in excess of the \$100,000.00 FDIC or FSLIC insurance, such securities pledged shall be acceptable under Section 202.6(b) of Department of Treasury Circular No. 176.

(4) Within 10 days after entry of this Consent Decree as an order of the Court, the Governments shall file proposed recommendations as to the type and maturity of investments to be made by the Clerk of the Court in the form of a proposed order conforming with the requirements of Local Rule 35, E.

B. Funds to Be Deposited in the Court Registry

(1) The Governments' respective jurisdictions over the injured natural resources overlap, and no determination has been made as to the amount of the damages being paid for each of the claims to each of the Governments under this Consent Decree. Accordingly, the \$3.3 million plus interest accrued in the Escrow Account established by Nautilus in compensation for natural resource injury and loss, shall be held by the Clerk of the Court, United States District Court for the District of New Jersey, for the joint benefit of the Governments in interest-bearing financial instruments and/or Trust Account(s).

(2) Disbursement of monies from the financial instruments or Trust Account(s) shall be made in accordance with the provisions of 28 U.S.C. § 2042 and Local Rule 35, F. Application for an Order of Disbursement ("AOD") from the Trust Account may be made by the United States, the State of New York, the State of New Jersey or the City of New York, in conformity with the provisions and procedures set forth in the Memorandum of Agreement appended hereto, upon written application to the Court. Seven days prior to filing the proposed AOD with the Court, it shall be served on the persons (or successor(s)) identified in Paragraph VIII of this Consent Decree. If any Government finds that the proposed AOD is in violation of the MOA, objection to the proposed AOD may be made by motion filed with the Court by any Government prior to the issuance of an Order of Disbursement. Application to the Court for an Order of Disbursement shall be on official Government letterhead with the original signature of one of the designated representatives of any of the foregoing Governments. The Clerk of the Court shall also provide, upon written or telephone inquiry by any of the Governments' representatives, a summary or accounting of the monies in the Registry Account.

VIII. PAYMENT OF RESPONSE COSTS

A. Payment of response costs and assessment costs in the amount of \$145,673 shall be made by cashier's or bank check made out to "National Oceanic and Atmospheric Administration". The check shall indicate that it is a payment of response costs

pursuant to the Consent Decree in 90 CV 2419 (WGB). The payment shall be sent to:

Marguerite Matera
Office of General Counsel
National Oceanic and Atmospheric
Administration, Northeast Region
One Blackburn Drive, 2d Floor
Gloucester, Massachusetts 01930

B. Payment of total response costs and assessment costs of \$54,069.00 to the Department of Interior shall be paid by cashier's or bank checks made out as follows: (a) Office of the Environmental Affairs, Department of Interior" in the amount of \$11,048.00; (b) Office of the Solicitor, Department of Interior" in the amount of \$18,634.00; (c) "Fish and Wildlife Service, Department of Interior" in the amount of \$13,681.00; (d) "National Park Service, Department of Interior" in the amount of \$10,706.00. Each check shall indicate that it is a payment of response costs pursuant to the Consent Decree in 90 CV 2419 (WGB). The payments shall be sent to:

Mark Barash, Esq.
Office of Regional Solicitor
Department of Interior
Suite 612
One Gateway Center
Newton Corner, Mass 02158

C. Payment of response costs and assessment costs in the amount of \$111,639.00 shall be made by cashier's or bank check made out to "State of New York". The check shall indicate that it is a payment of response costs pursuant to the Consent Decree in 90 CV 2419 (WGB). The payment shall be sent to:

Nancy Stearns
Assistant Attorney General

New York State Dept. of Law
Environmental Protection Bureau
120 Broadway
New York, New York 10271

D. Payment of response costs and assessment costs in the amount of \$322,220.00 shall be made by cashier's or bank check made out to "State of New Jersey". The check shall indicate that it is a payment of response costs pursuant to the Consent Decree in 90 CV 2419 (WGB). The payment shall be sent to:

Robert J. Genatt
Deputy Attorney General
Division of Law, Hazardous Site
Litigation Section
Hughes Justice Complex
CN 093
Trenton, New Jersey 08625

E. Payment of response costs and assessment costs in the amount of \$ 66,399.00 shall be made by cashier's or bank check made out to "City of New York". The check shall indicate that it is a payment of response costs pursuant to the Consent Decree in 90 CV 2419 (WGB). The payment shall be sent to:

Peter H. Lehner, Deputy Chief
Environmental Law Division
New York City Law Department
100 Church Street
New York, New York 10007

IX. PENALTIES FOR LATE PAYMENTS

If any payment required of Nautilus under this Consent Decree is not made within 30 days after notification of entry thereof, Nautilus shall pay a stipulated penalty of \$750.00 per day until full payment is made.

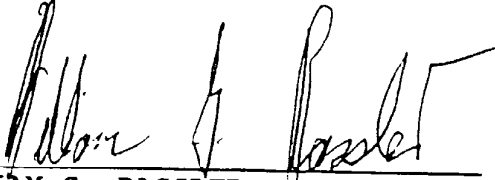
X. REPRESENTATIONS

Each undersigned representative of each party to this Consent Decree certifies that he or she is fully authorized to enter into this Consent Decree and to execute and legally bind such party to this Consent Decree.

XI. COUNTERPARTS

This Consent Decree may be executed in any number of counterparts, and each executed counterpart shall have the same force and effect as an original instrument.

SO ORDERED as of December 7, 1993, *nunc pro tunc*, on this 4th day of April, 1994.

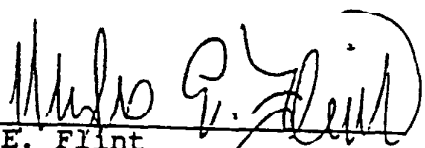


WILLIAM G. BASSLER, U.S.D.J.

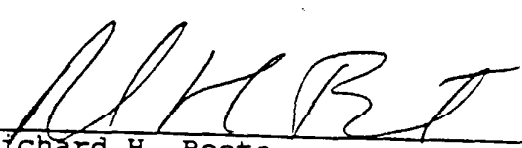
[First signature page of six signature pages for Consent Decree
in the matter of Nautilus Motor Tanker Co., Ltd.]

FOR THE UNITED STATES OF AMERICA:

DATE: 7/28/93



Myles E. Flint
Myles E. Flint
Acting Assistant Attorney General
Environment and Natural Resources
Division
U.S. Department of Justice

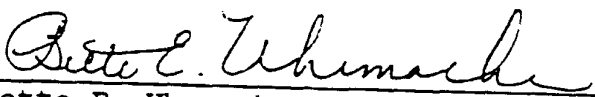


Richard H. Boote
Richard H. Boote
Senior Attorney
Environmental Enforcement Section

MICHAEL CHERTOFF
United States Attorney
District of New Jersey

DATE: 8/17/93

By:



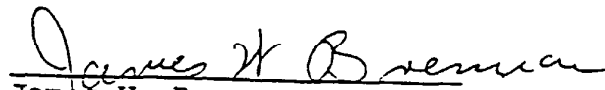
Bette E. Uhrmacher
Bette E. Uhrmacher, Chief
Civil Division

[Second signature page of six signature pages for Consent Decree
in the matter of Nautilus Motor Tanker Co., Ltd.]

FOR THE NATIONAL OCEANIC AND ATMOSPHERIC ADMINISTRATION:

DATE:

July 22, 1993

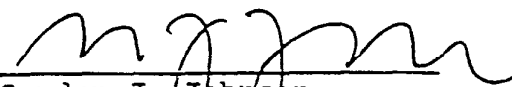

James W. Brennan
Acting General Counsel


[Third signature page of six signature pages for Consent Decree
in the matter of Nautilus Motor Tanker Co., Ltd.]

FOR THE STATE OF NEW YORK:

ROBERT ABRAMS
Attorney General

DATE: 7/28/93

By: 
Gordon J. Johnson
Deputy Bureau Chief
Environmental Protection Bureau
New York State Department of Law

By: 
Nancy Stearns
Assistant Attorney General
Environmental Protection Bureau
New York State Department of Law

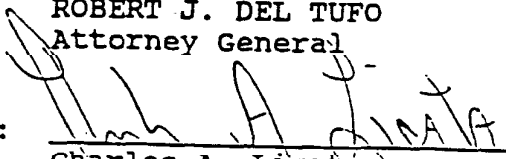
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in the matter of Nautilus Motor Tanker Co., Ltd.]

FOR THE STATE OF NEW JERSEY:

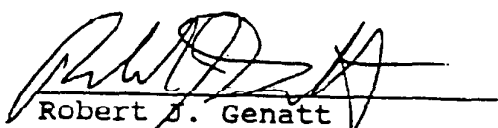
DATE: 7/9/93

ROBERT J. DEL TUFO
Attorney General

By:


Charles A. Licata
First Assistant
State Environmental Prosecutor

By:


Robert J. Genatt
Deputy Attorney General

[Fifth signature page of six signature pages for Consent Decree
in the matter of Nautilus Motor Tanker Co., Ltd.]

FOR THE CITY OF NEW YORK:

O. PETER SHERWOOD
Corporation Counsel

DATE: July 7, 1983

By: Peter H. Lehner
Peter H. Lehner
Deputy Chief
Environmental Law Division

[Sixth signature page of six signature pages for Consent Decree
in the matter of Nautilus Motor Tanker Co., Ltd.]

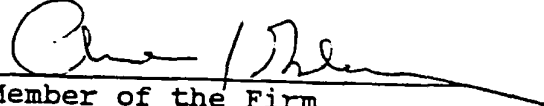
FOR NAUTILUS MOTOR TANKER CO. LTD.:

GOLDSTEIN TILL LITE & REIKEN

DATE:

July 23, 1993

By:



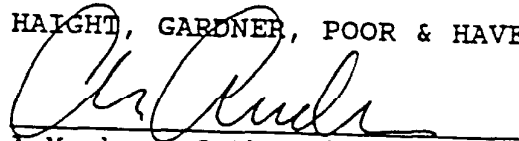
A Member of the Firm
744 Broad Street, Suite 800
Newark, New Jersey 07102
Attorneys for Plaintiff,
Nautilus Motor Tanker Co.,
Ltd.

HAIGHT, GARDNER, POOR & HAVENS

DATE:

July 23, 1993

By:



A Member of the Firm
195 Broadway
New York, New York 10007
Attorneys for Plaintiff,
Nautilus Motor Tanker Co.,
Ltd.