IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS

UNITED STATES OF AMERICA, STATE OF ILLINOIS, STATE OF LOUISIANA, and the STATE OF MONTANA Plaintiffs, v. EXXON MOBIL CORPORATION and EXXONMOBIL OIL CORPORATION Defendants.	)	Case No. 05 C 5809 The Honorable Rebecca R. Pallmeyer

STIPULATION AND AGREEMENT MAKING NON-MATERIAL MODIFICATION TO CONSENT DECREE

The United States, on behalf of the U.S. Environmental Protection Agency ("EPA"), and Defendants Exxon Mobil Corporation and Exxon Mobil Oil Corporation (referred to collectively herein as "ExxonMobil") enter into this Stipulation and Agreement in order to make a non-material modification to the Consent Decree in this case, pursuant to the procedure prescribed by Paragraph 269 of the Decree. In accordance with Decree Paragraph 269, the United States is filing this non-material modification with the Court, but the Court need not take any action on this filing. Relevant background information and the specific terms of the non-material modification are set forth below.

1. The Plaintiffs filed this action on October 11, 2005, alleging violations of multiple environmental laws at six of ExxonMobil's domestic petroleum refineries. At the same time, the

United States moved to lodge the proposed Consent Decree between the Plaintiffs and ExxonMobil, and the Court granted the motion to lodge the Decree on October 14, 2005.

2. In response to an "Unopposed Motion to Enter Consent Decree" filed by the United States, the Court approved and entered the Consent Decree on December 13, 2005.

3. Under Paragraph 161 of the existing Consent Decree, ExxonMobil's first Semi-Annual Report under the Decree would be due on February 28, 2006, and it would cover the period from December 13-31, 2005. To avoid the need to submit a separate Report for that brief time period, ExxonMobil asked EPA to agree to a non-material Decree modification requiring that all reportable information for that portion of December 2005 be included in the next Semi-Annual Report, which is due on August 31, 2006. EPA determined that such a non-material modification would be appropriate, since it would only involve a change "to the frequency of reporting" and since it would not "extend the date for ultimate compliance with emissions limitations" under the Decree, as envisioned by Decree Paragraph 269.

4. Pursuant to Decree Paragraph 269, EPA and ExxonMobil hereby stipulate and agree to make a non-material modification to Paragraph 161 of the Consent Decree by deleting one of the existing sentences in Paragraph 161 and replacing it with a revised sentence, as follows:

<u>Delete the following existing sentence:</u>

> "Semi-Annual Reports shall be submitted by August 31 (covering the period from January 1 to June 30) and February 28 (covering the period from July 1 to December 31), with the first such Report due on the first reporting date after the Entry Date."

Replace the deleted sentence with the following new sentence:

> "Semi-Annual Reports shall be submitted by August 31 (covering the period from January 1 to June 30) and February 28 (covering the period from July 1 to December 31), provided, however, that the first such Report shall be due on August 31, 2006 (covering the period from December 13, 2005 to June 30, 2006).

IT IS SO STIPULATED AND AGREED.

Respectfully submitted,

FOR THE UNITED STATES OF AMERICA

SUE ELLEN WOOLDRIDGE
Assistant Attorney General
Environment and Natural Resources Division

Dated: February 10, 2006 ~~January __, 2006~~

Randall M. Stone

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Dated: January 26, 2006

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FOR EXXON MOBIL CORPORATION

Dated: January 24, 2006

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FOR EXXONMOBIL OIL CORPORATION

Dated: January 24, 2006

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CERTIFICATE OF SERVICE

I hereby certify that I caused true and correct copies of the foregoing STIPULATION AND AGREEMENT MAKING NON-MATERIAL MODIFICATION TO CONSENT DECREE to be served by electronic mail and/or first class mail, postage pre-paid, on the following persons, in accordance with Paragraph 261 of the Consent Decree in this case:

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