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

UNITED STATES OF AMERICA, Plaintiff, v. GENERAL DYNAMICS–ORDNANCE AND TACTICAL SYSTEMS, INC.; CRANE COMPANY, AS AGENT FOR REDCO CORPORATION; THE ENSIGN-BICKFORD COMPANY; ILLINOIS TOOL WORKS INC.; OLIN CORPORATION; UNITED STATES SURGICAL CORPORATION; MALLINCKRODT US LLC; THE SHERWIN WILLIAMS COMPANY; and MASON & HANGER CORPORATION, Defendants.	:	Civil Action No. 3:25-cv-00046

COMPLAINT

The United States of America, by authority of the Attorney General of the United States and through the undersigned attorneys, acting at the request of the Solicitor of the United States Department of the Interior ("DOI") and the Administrator of the United States Environmental Protection Agency ("EPA"), alleges as follows:

STATEMENT OF THE CASE

1. This is a civil action brought against General Dynamics-Ordnance and Tactical Systems, Inc. ("GD-OTS"), Crane Company ("Crane"), The Ensign-Bickford Company ("EBCo."), Illinois Tool Works Inc. ("ITW"), Olin Corporation ("Olin"), United States Surgical Corporation ("U.S. Surgical"), Mallinckrodt US LLC ("Mallinckrodt"); The Sherwin Williams Company ("Sherwin Williams"), and Mason Hanger Corporation ("Mason & Hanger") (collectively, "Defendants"), pursuant to Section 107 of

the Comprehensive Environmental Response, Compensation, and Liability Act of 1980, as amended ("CERCLA"), 42 U.S.C. § 9607.

2. The United States seeks to recover unreimbursed costs incurred for response activities undertaken in response to the release or threatened release of hazardous substances from facilities at and near the Additional and Uncharacterized Sites Operable Unit ("AUS OU"), located at the Crab Orchard National Wildlife Refuge Site (the "Refuge Site") near Marion, Illinois. The United States also seeks a declaratory judgment, pursuant to CERCLA Section 113(g)(2), 42 U.S.C. § 9613(g)(2), declaring that the Defendants are liable for any future response costs that the United States may incur in connection with response actions that may be performed at AUS OU.

JURISDICTION AND VENUE

3. This Court has jurisdiction over the subject matter of this action and the parties hereto pursuant to Section 113(b) and (e) of CERCLA, 42 U.S.C. §§ 9613(b) and (e), and 28 U.S.C. §§ 1331 and 1345.

4. Venue is proper in this District pursuant to CERCLA Section 113(b), 42 U.S.C. § 9613(b), and 28 U.S.C. §§ 1391(b) and (c), because the claims arose and the threatened and actual releases of hazardous substances occurred in this District.

SITE BACKGROUND

5. Since 1942, portions of the Crab Orchard National Wildlife Refuge (the "Refuge") have been used by various entities, including the Defendants, for, among other things, manufacturing and/or storage facilities (including facilities relating to explosives and munitions). In 1947, Congress established the Refuge, which encompasses over 40,000 acres located primarily in Williamson County, near Marion, Illinois. The enabling legislation assigned DOI, through the Fish and

Wildlife Service ("FWS"), the responsibility of managing the area as a national wildlife refuge, with the additional mission of supporting private industrial activity in certain portions of the Refuge.

6. Pursuant to CERCLA Section 105, 42 U.S.C. § 9605, EPA placed the Refuge on the CERCLA National Priorities List in 1987, 52 Fed. Reg. 27,620, 27,631 (July 22, 1987). Since 1987, seven operable units have been designated at the Refuge Site, including the AUS OU.

7. FWS initially identified 83 locations for review during the preliminary assessment to develop the AUS OU. That review recommended the collection of samples at 39 of the 83 locations to screen for potential contamination during the AUS OU inspection. Upon completing the preliminary assessment and investigation, FWS determined that 32 locations at the AUS OU warranted additional study through a remedial investigation ("RI") and, if necessary, a feasibility study ("FS"). The AUS OU is comprised of those 32 areas.

8. In 1991, pursuant to CERCLA Section 120, 42 U.S.C. § 9620, DOI, EPA, the Department of the Army, and the Illinois Environmental Protection Agency ("IEPA") entered into a Federal Facilities Agreement ("FFA") for the Refuge Site to, among other things, identify the nature, objective, and schedule of response actions to be taken at the Refuge Site. The FFA designates DOI as the Lead Department for the AUS OU. The FFA also establishes certain consultation and dispute resolution procedures to be used by the signatories thereto. Concurrent with the FFA, DOI and the Department of the Army entered into a memorandum of agreement. FWS has reimbursed response costs incurred by IEPA as a CERCLA support agency in accordance with cooperative agreements for IEPA to support CERCLA activities at the Refuge Site pursuant to its role under the FFA.

9. In 2002, General Dynamics–Ordnance and Tactical Systems, Inc. ("GD-OTS"), one of the Defendants, executed an Administrative Order on Consent ("AOC") with DOI, FWS,

EPA, and IEPA to perform a remedial investigation and feasibility study ("RI/FS") for the AUS OU and to reimburse certain costs.

10. The RI/FS for the AUS OU is being prepared. During this process, releases of hazardous substances requiring remediation have been identified at certain of the 32 areas and remedial alternatives for those releases are being evaluated. The United States will seek performance of the remedial design and remedial action to implement the remedies selected for the AUS OU, if any, upon completion of the RI/FS.

11. GD-OTS alleges it has incurred, as of July 31, 2023, more than $57 million in response costs consistent with the National Contingency Plan ("NCP"), which was promulgated under CERCLA Section 105(a), 42 U.S.C. § 9605(a), and codified at 40 C.F.R. Part 300. This amount includes interest in connection with completing actions pursuant to the AOC, some of which may have been reimbursed by third parties and some of which have not been reimbursed under the AOC or otherwise. GD-OTS has incurred and will continue to incur substantial response costs pursuant to the AOC.

12. The United States has incurred unreimbursed past response costs in excess of $6.1 million performing response actions associated with the AUS OU. Of that total, DOI has incurred past response costs of more than $6 million, paid for out of the Central Hazardous Materials Fund. EPA has incurred past response costs of more than $100,000, paid for out of Superfund.

DEFENDANTS

13. GD-OTS is the corporate successor to Olin's aerospace and ordnance manufacturing businesses and has inherited the environmental liabilities associated with those lines of business. In 1996, those businesses were spun off from Olin as Primex Technologies, Inc. ("Primex"). General Dynamics acquired Primex as a wholly owned subsidiary in 2001, at which point Primex changed its name to GD-

OTS. GD-OTS and its corporate predecessors have stored hazardous substances at the AUS OU since the 1950s.

14. Crane is the corporate successor to Universal Match Corporation ("UMC"). UMC stored hazardous substances at the AUS OU in the 1950s and 1960s. UMC, later known as Unidynamics/Phoenix, Inc., was acquired by Crane as a subsidiary in 1985 and was later merged into Crane.

15. EBCo. is the corporate successor to the Trojan Corporation and has inherited the environmental liabilities of that company. EBCo. is responsible for the activities of the Trojan Corporation that occurred at the AUS OU after 1982, and it has leased space and stored hazardous substances in its own name since 1986.

16. ITW is the corporate successor to the Diagraph Corporation, which stored materials on a portion of the AUS OU. Diagraph Corporation was merged and/or consolidated into ITW Inc. in 2002.

17. Olin, formerly the Olin Mathieson Chemical Corporation, has leased property and stored hazardous substances at the AUS OU since the 1950s. In October 1963, Olin sold its industrial explosives and blasting equipment business to Commercial Solvents Corporation ("CSC"). Pursuant to the terms of the sale, Olin is responsible for environmental liabilities related to the industrial explosive activities it conducted prior to 1963.

18. U.S. Surgical is a successor to CSC's liability for its use of hazardous substances associated with its industrial explosives and blasting equipment business at the AUS OU.

19. Mallinckrodt is a successor to CSC's liability for its use of hazardous substances associated with its industrial explosives and blasting equipment business at the AUS OU.

20. Sherwin Williams was the parent of the Sherwin Williams Defense Corporation ("SWDC") and has inherited SWDC's environmental liabilities. From 1942 to 1945, SWDC

operated at the AUS OU under a contract with the War Department. Because SWDC's contract with the War Department included terms concerning indemnification, the United States has assumed responsibility for SWDC's costs and expenses associated with the AUS OU.

21. Mason & Hanger operated at the AUS OU from 1947 to 1950 under a contract with the United States that included indemnification terms. The United States has assumed responsibility for Mason & Hanger's costs and expenses associated with the AUS OU.

CLAIM FOR RELIEF

(Cost Recovery by the United States Under CERCLA Section 107, 42 U.S.C. § 9607)

22. Paragraphs 1-20 are realleged and incorporated herein by reference.

23. Defendants are each a "person" within the meaning of CERCLA Section 101(21), 42 U.S.C. § 9601(21).

24. The AUS OU is a "facility," within the meaning of CERCLA Sections 101(9) and 107(a), 42 U.S.C. §§ 9601(9) and 9707(a).

25. Defendants stored and used materials at the AUS OU that are "hazardous substances" within the meaning of CERCLA Section 101(14) and 107(a), 42 U.S.C. §§ 9601(14) and 9707(a), including but not limited to acetic acid, acetone, acetonitrile, ammonia, ammonium carbonate, ammonium chloride, ammonium hydroxide, ammonium oxalate, anthracene, antimony compounds, cadmium compounds, calcium chromate, carbon tetrachloride, chromium compounds, cyclohexanone, dibutyl phthalate, 1,2-dichloroethane, dimethyl phthalate, epichlorohydrin, hexane, hydrochloric acid, isophorone, lead arsenate, lead nitrate, methylene chloride, nitric acid, nitroglycerine, perchloroethylene, phosphoric acid, potassium hydroxide, resorcinol, sulfuric acid, toluene, toluenediamine, toluene diisocyanate, 1,1,1-trichloroethane, trichloroethylene, trichloromonofluoromethane, vinyl chloride, and xylene.

26. At times relevant to this action, there have been "releases" and "threatened releases" of "hazardous substances" from a "facility" into the environment of the AUS OU, within the meaning of CERCLA Sections 101(9), 101(14), 101(22), 107(a), 42. U.S. C. §§ 9601(9), 9601(14), 9601(22), and 9607(a), by each Defendant through its use, storage and/or disposal of hazardous substances at the AUS OU.

27. The United States has incurred "response costs" relating to the AUS OU within the meaning of CERLCA, Section 101(25), 42 U.S.C. § 9601(25), in responding to the releases and threatened releases of hazardous substances into the environment at the AUS OU.

28. The response costs related to the AUS OU were incurred by the United States in a manner not inconsistent with the NCP.

29. Pursuant to CERCLA Section 107(a)(2) and (3), 42 U.S.C. § 9607(a)(2) and (3), the Defendants are liable to the United States for response costs incurred and to be incurred by the United States in connection with the AUS, including enforcement costs, prejudgement interest on such costs, and, pursuant to CERCLA Sections 107(a) and 113(g)(2), 42 U.S.C. §§ 9607 and 9613(g)(2), and the Declaratory Judgment Act, 28 U.S.C. § 2201-2202, for all future costs of any response actions that may be performed at the AUS OU.

RELIEF SOUGHT

WHEREFORE, Plaintiff, the United States of America, respectfully requests that the Court grant the following relief:

1. Enter judgment in favor of the United States and against the Defendants, for all response costs incurred by the United States, including prejudgement interest, for response actions in connection with the AUS OU, not inconsistent with the NCP;

2. Enter a declaratory judgment in favor of the United States and against the Defendants pursuant to Section 113(g)(2), 42 U.S.C. § 9613(g)(2), that the Defendants are liable for any unreimbursed future response costs that the United States incurs in connection with the AUS OU, not inconsistent with the NCP;

3. Award the United States its costs of this action; and

4. Grant such other and further relief as the Court deems just and proper.

Respectfully submitted,

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