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November 12, 2001

Cleveland  
Columbus  
Cincinnati

**VIA FACSIMILE TRANSMISSION**

FAX #(614) 268-8871

Cynthia K. Frazzini  
Assistant Attorney General  
Environmental Enforcement Section  
Fountain Square, Building C-4  
Columbus, OH 43224

Re: Barnes Nursery Inc

Dear Cynthia:

Barnes Nursery continues to work with the Army Corps of Engineers on the Individual Permit application now pending. Earlier today, Barnes Nursery submitted a letter to the Corps by which Barnes Nursery agreed to: (1) manage the wetland areas adjacent to the channel begun in 2000 for a period of five years; (2) impose a legally-enforceable conservation easement on such wetland areas (consisting of approximately 16 acres) at the conclusion of the five-year period; and (3) place under a legally-enforceable conservation easement a substantial parcel of wetland areas (consisting of approximately 8 acres) which are remote from the excavated channel, and which adjoin property owned by ODNR. A copy of Barnes Nursery's letter making these commitments, as well as a map of the property in question, has been sent to Kim Baker at ODNR.

Earlier today, Michael Montone of the U.S. Army Corps of Engineers confirmed that he will be visiting the Barnes Nursery site on Thursday, November 15, 2001 at approximately 10:00 a.m. The purpose of Mr. Montone's visit is to examine the areas on which the conservation easements will be imposed. It is my understanding that representatives of Ohio EPA and ODNR are also planning to attend this meeting.

I believe it would be of great assistance if you could also attend this meeting on Thursday. You would have the opportunity to see the excavated channel, as well as the lands which Barnes Nursery is prepared to shield from future development as a part of the Corps permitting process. While I understand that I am providing you with very short notice of this meeting, I only just learned of it within the past hour.

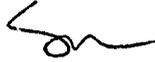
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As a further inducement, I understand the weather on Thursday will provide bright sunshine and temperatures in the 60s. I cannot promise a fly-over by the bald eagles which live in the nearby woods, but anything is possible.

I will be out of the office on Tuesday, November 13, but you can confirm your attendance by leaving a message on my voicemail. I think it would be very helpful for you to attend this meeting.

Very truly yours,



Steven D. Bell

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Paul Baldrige, Chief  
ODNR  
Division of Real Estate and Land Management  
C-4 Fountain Square  
1952 Belcher Drive  
Columbus, Ohio 43224

April 1, 2002

Dear Mr. Baldrige,

It has been some time since we have been in communication with the Ohio Department of Natural Resources. In an effort to continue to keep open communication pathways, I wish to reiterate that Barnes Nursery is very interested in working with ODNR in seeking a mutually agreeable resolution to our water needs and your mission to provide protection for our high quality natural areas. We truly believe these two objectives can be mutually achieved.

First, we want to reconfirm that we are in complete agreement and are prepared to comply with the 29 conditions delineated by the US Army Corps of Engineers in their Provisional Permit issued to Barnes. Our company believes that these carefully drafted conditions have taken into consideration the concerns expressed in ODNR's written comments to Barnes Nursery and the Corps, along with the concerns presented by OEPA, and The US Fish and Wildlife Service.

We believe it is particularly important that you consider our offer to set aside 34 acres contiguous with the Sheldon Marsh SNP, in a permanent conservation easement. As you know, buffer areas are very important to maintain the integrity of sensitive natural areas. This offer should be considered as a commitment on our part to protect this area from any future development.

Our major concern right now is that we are coming into another growing season without authorization to take the proper steps to improve the project. Without an approved project we have no authorization to take the necessary action to control phragmites. We can not create the islands that would re-establish free water circulation to the coastal wetlands. Barnes can not stabilize and revegetate the island banks. These actions would improve water quality and create the "natural" habitat that will deter the establishment of undesirable plant and bird species on the islands.

LANDSCAPING MAINTENANCE LAWN CARE TREE CARE PRODUCTION NURSERY ORGANICS RECOVERY

Noted botanist, Jim Bissell, in a communication to Ohio EPA regarding this project, stated that the greatest threat to the Sheldon Marsh wetland system is the alien plants that are emerging, and the phragmites clones on private lands along the south shore of the (Barnes) channel. He suggested that the channel could provide a barrier to the spread of phragmites north onto the State Nature Preserve land. Early spring, after the phragmites emerge, is the optimal time to do the first round of phragmites control through a combination of hand pulling and chemical spraying.

**We believe that our project, as approved by the Corps, is consistent with Ohio's Coastal Zone Management Policies. The management strategy for revegetation will be developed in coordination with ODNR. Barnes is committed to plant whatever the consensus believes is the best choice. We are prepared for continuing evaluation of the plant selection and strategy. The Corps provision for ten years of monitoring and reporting is a great opportunity for study and learning more about this unique environment. If there are issues that you believe have not been adequately addressed by the Corps or Barnes Nursery, we are certainly open to discussing additional corrective measures. And with a permanent conservation easement held by an appropriate third party, the ODNR has even more reason to know that proper management will be implemented. Barnes Nursery's future, and most importantly our integrity, lie in this project's success, not in only providing us with irrigation water, but in its enhancement of the SNP environment. Our company's intentions were never anything less!**

We feel that we had a productive meeting January 24, 2002, with the ODNR's Divisions of Real Estate and Land Management, and Natural Areas and Preserves. We have until May 8, 2002, until our appeal process extension with National Oceanic and Atmospheric Administration terminates. At the time this particular extension was granted NOAA advised our attorney that it would be the final extension they would grant on this case. We are hopeful that we can continue on the path to reach common ground prior to May 1<sup>st</sup>.

Most sincerely,



Robert Barnes  
Sharon Barnes  
Barnes Nursery, Inc.

CC   Stu Lewis, Chief Natural Areas and Preserves  
      Michael Colvin, Coastal Zone Management Coordinator  
      Scott Zody, Deputy Director, ODNR  
      Christopher Jones, Director, OEPA  
      Jeff Armbruster, Senator 13<sup>th</sup> Senate District

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Cynthia K. Frazzini  
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Fountain Square, Building C-4  
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Re Barnes Nursery Inc

Dear Cynthia:

Thank you for meeting with us at Barnes Nursery yesterday. We were very fortunate to have been able to visit the Project on such a beautiful day.

As you saw yesterday, Barnes Nursery has no way to get water except to finalize the Project. If the Project cannot be finished, Barnes Nursery cannot continue in business. That would be a severe blow to Bob and Sharon Barnes, their hundreds of employees and the economy of Erie County.

The State of Ohio has an opportunity to work the Barnes Nursery to finalize the Project in a manner which provides substantial benefits to the State. In particular, the placement of a perpetual conservation easement on nearly 25 acres of irreplaceable wetlands on Sandusky Bay would be of great value to all of the citizens of Ohio.

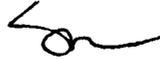
Bob and Sharon would appreciate having the opportunity to resolve the matters presented in the pending consistency appeal before the Department of Commerce. We would like to stay the briefing schedule of those issues. I understand you will discuss the matter with your client today and advise me of ODNR's interest in resolving the matter. Please call me when you have any information on the matters.

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Thanks again for visiting yesterday. I hope to be able to work with you on resolving the matter.

Very truly yours,



Steven D. Bell

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