

RELEASE

This release, dated December 17th 1990, is given
BY the Releasor(s)

JOAN BERNADINO, Executrix of the Estate of ROBERT J. BERNADINO
and JOAN BERNADINO, Individually

referred to as "I"

TO

UNION CARBIDE CHEMICAL & PLASTICS COMPANY, INC., successor in
interest to a division of Union Carbide Corporation, a
corporation of the State of New York

referred to as "You".

If more than one person signs this Release, "I" shall mean each
person who signs this Release.

1. Release. I release and give up any and all claims and rights
which I may have against you. This releases all claims including
those of which I am not aware and those not mentioned in this
Release. This Release applies to claims resulting from anything
which has happened up to now. I specifically release the
following claims:

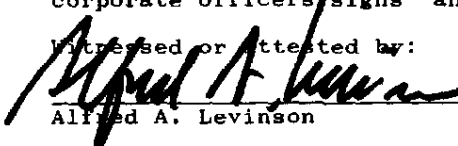
MORE PARTICULARLY for any and all claims the releasor, Joan
Bernadino may have against the releasees herein resulting in a
legal action bearing Docket No. L-10277-89 filed in the Superior
Court of New Jersey, Law Division, Middlesex County; resulting in
the death of her husband while said Robert J. Bernadino was
employed by the Amboy Terminating Company for a period of 27
years from January 1960 to June 1987 said Robert J. Bernadino
having died as a result of exposure to certain chemicals
manufactured by the aforesaid releasee herein.

2. PAYMENT I have been paid the sum of \$ 75,000.00
in full payment for making this Release. I agree that I will not
seek anything further including any other payment from you.

3. Who is Bound. I am bound by this Release. Anyone who
succeeds to my rights and responsibilities, such as my heirs or
the executor of my estate, is also bound. This Release is made
for your benefit and all who succeed to your rights and
responsibilities, such as your heirs or the executor of your
estate.

4. Signatures. I understand and agree to the terms of this
Release. If this Release is made by a corporation its proper
corporate officers signs and its corporate seal is affixed.

Witnessed or Attested by:

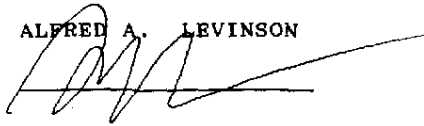

Alfred A. Levinson

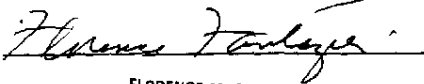
 (Seal)
Joan Bernadino, Executrix
and Individually (Seal)

STATE OF NEW JERSEY, COUNTY OF MIDDLESEX S.S.:

I CERTIFY that on December 17th, 1990,
JOAN BERNADINO, executrix and individually personally
came before me and acknowledged under oath, to my satisfaction,
that this person (or if more than one, each person):
(a) is named in and personally signed this document; and
(b) signed, sealed and delivered this document as his or her
act and deed.

Prepared by:


ALFRED A. LEVINSON


FLORENCE M. FANTAZIER
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Mar. 27, 1991

UCC 075102

TO: John R. Downey, Esq.
RE: Bernadino v. Union Carbide, et al.
(Invoice dated 1/15/91)

This is to inform you that the above-captioned invoice
has been forwarded for payment.

/es

Attachment

**PRIVILEGED AND
"CONFIDENTIAL MATERIAL
SUBJECT TO PROTECTIVE
ORDER"**

PITNEY, HARDIN, KIPP & SZUCH

CHARLES R. HARDIN, JR.
ROGER C. WARD
JAMES C. PITNEY
WILLIAM D. HARDIN
CLYDE A. SZUCH
S. JOSEPH FORTUNATO
DAVID J. CONNOLLY, JR.
WILLIAM M. HYATT, JR.
LAWRENCE F. REILLY
MURRAY J. LAULICHT
ROBERT C. NEFF
EDWARD B. LYNCH
GERALD C. HEARY
JOSEPH LUNIN
RICHARD L. PLOTKIN
TIMOTHY R. GREINER
ROBERT L. HOLLINGSHEAD
FREDERICK L. WHITMER
GREGORY C. PARLIMAN
ROBERT G. ROSE
PATRICK J. MCCARTHY
JAMES E. TYRRELL, JR.
JOSEPH M. KOTT
MARY LOU PARKER
PAULE GRAHAM
J. MICHAEL NOLAN, JR.

WARREN J. CASEY
KEVIN J. O'DONNELL
GLENN C. GEIGER
DENNIS R. LA FIURA
GAIL H. ALLYN
HENRY NELSON MASSEY
JEANNETTE M. BOND
DENNIS T. KEARNEY
KENNETH J. NORCROSS
DONALD W. KIEL
JOEL M. ROSEN
KATHY A. LAWLER
HARRIETT JANE OLSON
ELIZABETH J. SHER
THERESA DONAHUE EGLER
PARTNERS

JANE H. HARDIN
EVELYN R. STORCH
JOHN C. MALONEY, JR.
PAULE FLANAGAN
LORI J. BRAENDER
LLOYD H. TUBMAN
COUNSEL

JOHN D. H. PITNEY (1902-1928)
JOHN R. HARDIN (1902-1946)

PARK AVENUE AT MORRIS COUNTY
P.O. BOX 1945
MORRISTOWN, NEW JERSEY 07962-1945

MORRISTOWN (201) 966-6300
NEW YORK (212) 926-0331
NEWARK (201) 623-1980

TELEX 642014
FACSIMILE (201) 966-1550

NEWARK OFFICE
33 WASHINGTON STREET
NEWARK, NEW JERSEY 07102

February 15, 1991

John Downey, Esq.
Union Carbide Corporation
Law Department E3-285
39 Old Ridgebury Road
Danbury, CT 06817-001

Re: Bernadino v. Union Carbide Corporation

Dear John:

I am enclosing herewith our statement for services and disbursements for the period October 1, 1990 through January 31, 1991 in connection with the above matter.

I trust that this statement meets with your approval and, if so, I would appreciate it if you would process same for payment.

Very truly yours,



ROBERT L. HOLLINGSHEAD

RLH:pc
Enclosure

PRIVILEGED AND
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ORDER"

RECEIVED
FEB 14 1991
UCC 075104

UCC 075104

DATE PRINTED 02/03/91 2:20 PM

FEES BILL THRU DATE: 01/31/91

BILLING ATTORNEY: R. Hollingshead

COST BILL THRU DATE: 01/31/91

E STATUS: A

CLIENT -- 80790

UNION CARBIDE CORPORATION

MATTER -- 80790-53976

Bernadino

BILL MEMO # 258735

UNBILLED TIME (Through 01/31/91)

DATE	TIME- KEEPER	ACTUAL HRS.	WORK DESCRIPTION
10/01/90	117RLH	.1	Letter to A. Levinson regarding answer to Interrogatories.
10/03/90	117RLH	.2	Telephone call from A. Levinson regarding expert report.
10/09/90	117RLH	.2	Read Epstein's report and send to J. Downey.
11/05/90	117RLH	.1	Telephone call from J. Downey regarding status.
11/08/90	117RLH	.1	Telephone call to Levinson's office after review of file.
12/17/90	117RLH	.3	Call to Levinson re settlement.
12/26/90	117RLH	.3	Review Release and Stipulation of Dismissal; call from John Downey re same.
12/27/90	117RLH	.1	Review Release and Stipulation of Dismissal.
01/04/91	117RLH	.3	Review Release; research re need for probate document proving plaintiff's status as administratrix of estate.
01/08/91	117RLH	.3	Call from Linette Hahn at Aetna re case and settlement.
01/11/91	117RLH	.6	Letter to Levinson with settlement check; review Letter Testamentary from Surrogate's office.
01/14/91	117RLH	1.1	Letters to Levinson, Downey and Hahn of Aetna re settlement etc.
01/15/91	117RLH	.6	Letters to Levinson and Hahn; call J. Downey re letter to Hahn.
01/18/91	117RLH	.1	Call Clerk re settlement.
01/23/91	117RLH	.1	Attention Stipulation of Dismissal; letter to Levinson.

TOTAL HOURS

4.5

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UCC 075106

03/91 2:20 PM
DATE: 01/31/91
DATE: 01/31/91

BILLING ATTORNEY: E. Hollingshead

STATUS: A

CLIENT -- 80790

UNION CARBIDE CORPORATION

MATTER -- 80790.53976

Bernadino

BILL MEMO #

258735

TIMEKEEPER SUMMARY

ABBREV	NAME	HOURS	LAST TIME ENTRY DATE
117RLH	R. Hollingshead	4.5	01/31/91

BILL MEMO TOTALS

4.5

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UCC 075107

REMITTANCE COPY

PITNEY, HARDIN, KIPP & SZUCH

PARK AVENUE AT MORRIS COUNTY

P.O. BOX 1945

MORRISTOWN, NEW JERSEY 07962-1945

TAX I.D. NO. 22-1661404

UNION CARBIDE CORPORATION
Law Department E3-285
39 Old Ridgebury Road
Danbury, CT 06817-0001
Attn: John Downey, Esq.

Invoice 1744123
80790.53976

February 15, 1991

TO PROFESSIONAL SERVICES RENDERED

For the period October 1, 1990 through January 31, 1991 in connection with the defense of an action for personal injury in the Superior Court of New Jersey, Law Division, Middlesex County entitled "Bernadino v. Union Carbide Corporation" as described in detail on the attached computer printout.

Bill Summary

<u>Time Spent By:</u>	<u>Rate</u>	<u>Hours</u>
R. Hollingshead	\$ 250	4.5
HOURS SUMMARY		<u>4.5</u>

FOR SERVICES RENDERED \$ 1,125.00

Disbursements

Duplicating	\$	7.40
Postage	\$	6.20
Telephone/telecopier	\$	2.44

DISBURSEMENTS \$ 16.04

TOTAL \$ 1,141.04

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UCC 075108

OK John Downey

2/15/91

Proj. # -13-3349