

**APPENDIX 15.5 -- LETTER FROM ISP TO
DCNR AND ADAMS COUNTY**



MINERALS INC.

1101 Opal Ct., Suite 315 • Hagerstown MD 21740-3899 • Tel: 301-733-4000 • Fax: 301-733-4003

July 19, 2011

Mr. Richard J. Allan
Secretary
Department of Conservation and Natural Resources
Rachel Carson State Office Building
Harrisburg, PA 17105-8767

Mr. George A. Weikert
Chairman
Adams County Commissioners
117 Baltimore Street, Room 201
Gettysburg, PA 17325-2391

RE: ISP Minerals Inc. Proposed Property Exchange with
the Department of Conservation and Natural Resources

Gentlemen,

The Adams County Board of Commissioners' July 13, 2011 written communication to Richard J. Allan, Secretary Department of Conservation and Natural Resources, acknowledged its support of the transfer of the 112 acre tract of land (the Exchange Tract) from DCNR to ISP Minerals Inc. (ISP) and rescinded its letter of February 28, 2011 based on the acceptance in writing by DCNR and ISP of a number of conditions. With the Board of Commissioners approval of the transfer of the Exchange Tract from DCNR to ISP and rescinding its letter of February 28, 2011, ISP will commit to the following conditions with regard to such tract:

1. ISP will provide on the Exchange Tract a 300 foot maintained buffer from the present center line of Tom's Creek and shall maintain the existing forest within this buffer.
2. With regard to the buffer from the un-named tributary to Tom's Creek on the eastern boundary of the Exchange Tract, ISP will provide on the Exchange Tract a 150 feet maintained buffer from the present center line of such un-named tributary, plus an additional 150 feet beyond that buffer where ISP may install its Erosion and Sediment Control (E&S) facilities.
3. ISP shall undertake the necessary efforts to maintain the quality rating of Tom's Creek and tributaries, based upon the PA DEP rating scheme, as it relates to ISP's operations. ISP will periodically monitor the streams so as to take appropriate action to maintain that standard. The URS Corporation proposal 1549-011-045 is part of that effort. The Adams County Conservation District may periodically monitor the stream quality and provide recommendations to ISP.

4. For lands owned by third parties that adjoin the Exchange Tract, ISP will provide on the Exchange Tract a minimum of 100 feet maintained buffer from the property lines with such adjoining lands, plus an additional 150 feet beyond that buffer wherein ISP may install its E&S Control facilities.
5. With regard to the buffer on the west side of the Exchange Tract, ISP will provide on the Exchange Tract a 100 feet maintained buffer from the boundary of the property line (which is the roadway and right of way) plus an additional 150 feet beyond that buffer where ISP may install its E&S Control facilities.
6. ISP, as part of its PA DEP Surface Mining Permit Application process, will develop an understanding of endangered flora & fauna on the Exchange Tract and will undertake appropriate mitigation strategies as required and approved by the PA DEP, if mining developments adversely impact any of these species.
7. ISP, as part of its PA DEP Surface Mining Permit Application process, will undertake an assessment to determine the existence of any unique cultural features on the Exchange Tract, which may include the former Pine Hill School. Any such features will be documented, and mitigation efforts, as required and approved by the PA DEP will be developed for mining development if any cultural features are deemed to be significant.
8. ISP has prepared the attached GIS map providing details of the property boundary lines of the Exchange Tract, as well as the maintained buffers and the additional buffers where ISP may install its E&S Control facilities.
9. ISP has not addressed the County's ninth bullet point because it does not impose any obligation on ISP.
10. ISP is in agreement that DCNR retain the timber rights for a one-time harvest of the timber that ISP needs removed in the areas to be disturbed for its mining operations and operations ancillary thereto on the Exchange Tract after appropriate environmental assessments are completed.
11. The commitments made herein by ISP will also bind any successors or assigns of ISP's interest in the Exchange Tract.

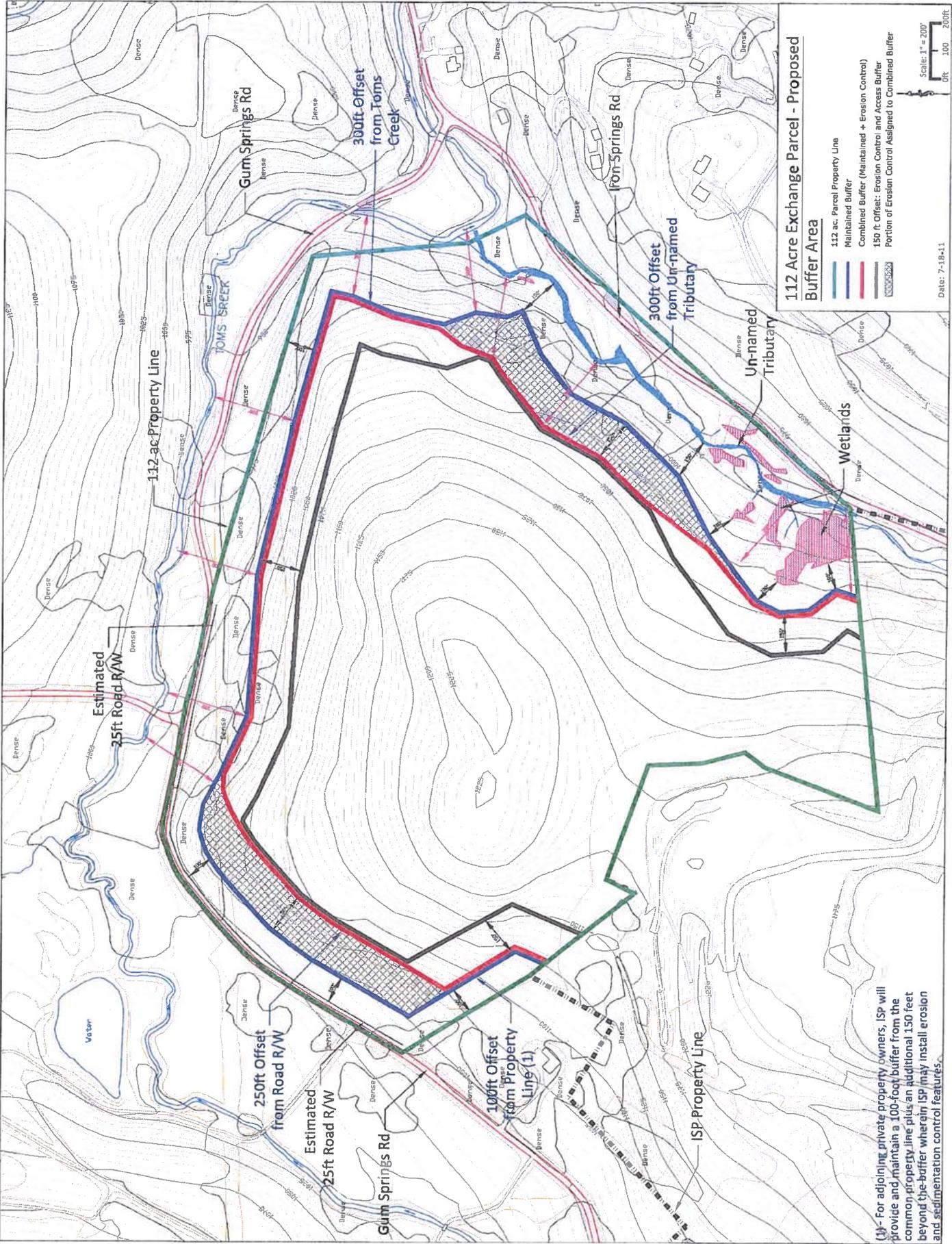
Agreed and Approved:

ISP Minerals Inc.



By: *GENERAL MANAGER AND VICE-PRESIDENT*

Name: *WADE U. KEMP III*



112 Acre Exchange Parcel - Proposed Buffer Area

- 112 ac. Parcel Property Line
- Maintained Buffer
- Combined Buffer (Maintained + Erosion Control)
- 150 ft. Offset: Erosion Control and Access Buffer
- Portion of Erosion Control Assigned to Combined Buffer

Scale: 1" = 200'
0ft 100 200ft
Date: 7-19-11

(U) - For adjoining private property owners, ISP will provide and maintain a 100-foot buffer from the common property line plus an additional 150 feet beyond the buffer wherein ISP may install erosion and sedimentation control features.