

[Company Letterhead]

[Date]

[Recipient Name]

[Recipient Title]

[Company Name]

[Address]

RE: Statutory Indemnification Environmental Liability Opinion - [Property Address/Project Name]

Dear [Recipient Name],

This opinion letter is provided in connection with [Transaction Description] regarding the property located at [Property Address] (the "Property"). We have been requested to provide a legal opinion concerning statutory indemnification obligations related to environmental liabilities under [Applicable Statute, e.g., CERCLA, RCRA, or State Specific Code].

1. Scope of Review

In rendering this opinion, we have reviewed the following documents:

- Phase I Environmental Site Assessment dated [Date];
- [List other relevant reports, permits, or agreements];
- Relevant federal, state, and local environmental statutes.

2. Factual Assumptions

Our opinion is based on the assumption that [Description of assumptions, e.g., the Property is currently used for commercial purposes and no known hazardous releases have occurred since the last assessment].

3. Statutory Analysis

Pursuant to [Specific Statute Section], an owner or operator of a facility may be held strictly liable for response costs associated with the release of hazardous substances. However, [Indemnitor Name] has provided a statutory indemnification under [Section] which purports to hold [Indemnitee Name] harmless against certain environmental claims.

4. Opinion

Based upon the foregoing and subject to the qualifications set forth herein, it is our opinion that:

- The indemnification provisions contained in [Document Name] are legally enforceable under the laws of [Jurisdiction].
- [Indemnitee Name] qualifies for [Specific Protection/Exemption] as defined under [Statute].
- The statutory indemnification covers [Specific Liabilities, e.g., remediation costs, third-party claims, and legal fees].

5. Qualifications and Limitations

This opinion is limited to the laws of [Jurisdiction] and does not address future legislative

changes or unknown subsurface conditions. This letter is for the sole benefit of [Recipient Name] and may not be relied upon by any other party without our express written consent.

Sincerely,

[Signature]

[Name of Partner/Attorney]

[Law Firm Name]