

CE NUCLEAR POWER LLC

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C/o Westinghouse Electric Company LLC
P.O. Box 355
Pittsburgh, PA 15222

April 12, 2000

Document Control Desk
U.S. Nuclear Regulatory Commission
Washington, DC 20555

Re: Applications of ABB CE Nuclear Power, Inc. for Transfers and Amendments of NRC Materials License SNM-33 (Nuclear Fuel Fabrication Facility Hematite, MO), Quality Assurance Program Approvals and Certificates of Compliance

Gentlemen:

This letter is in furtherance of and a part of the Applications for Transfers and Amendments of Materials License SNM-33 (Nuclear Fuel Fabrication Facility Hematite, MO), Quality Assurance Program Approvals and Certificates of Compliance of ABB C-E Nuclear Power, Inc. ("ABBCENP") (the "Applications") filed with the NRC and related to the transfers and amendments of the materials license, approvals and certificates referenced in the Applications. The need for the requested transfers and amendments arises from the sale by ABB Ltd. ("ABB") to British Nuclear Fuels plc ("BNFL") of the nuclear business of ABB. Included in the sale is the transfer to BNFL of all outstanding shares of stock of ABBCENP, the United States based nuclear business of ABB, as more fully described in the Applications. As provided by the NRC regulations and NRC Information Notice 89-25, Revision 1, dated December 7, 1994, to support the transfers of the Materials License, approvals and certificates requested by the Applications, the following statements and representations are made:

1. I am President of CE Nuclear Power LLC ("CENP LLC"), a wholly owned subsidiary of Westinghouse Electric Company LLC ("Westinghouse"). Westinghouse and CENP LLC are both indirect, wholly-owned subsidiaries of BNFL. I am authorized to file this letter with the NRC on behalf of CENP LLC.
2. After the closing of the transaction discussed above, CENP LLC will become the licensee and holder of the Materials License, approvals and certificates set forth in the respective Applications.
3. CENP LLC agrees to the transfer and amendment of the Materials License, approvals and certificates issued by the NRC and currently held by ABBCENP

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and to the change in ownership and control of the licensed activities and the conditions of the transfers and those contained in the licenses in accordance with the Applications.

4. ABBCENP has made CENP LLC aware of all open NRC inspection items and the responsibility of CENP LLC for possible resulting enforcement actions. CENP LLC understands that ABBCENP will make it aware of all open inspection items as of the Closing Date of the sale transaction, and CENP LLC accepts the responsibility for possible resulting enforcement actions.
5. CENP LLC agrees to abide by commitments and representations previously made to the NRC by ABBCENP for all facilities, Materials License SNM-33, approvals and certificates being transferred by the Applications, including: maintaining decommissioning records; implementing decontamination activities and decommissioning, as discussed in the Applications; and completing corrective actions for open inspection items and enforcement actions.
6. CENP LLC agrees to accept responsibility for decommissioning and decontamination of the facilities and site associated with Materials License SNM-33 being transferred and will provide evidence of resources to fund decommissioning as required by the NRC as set forth in the Application. From and after the Closing Date, CENP LLC will provide adequate resources to fund decommissioning for which it is responsible through appropriate funding mechanisms, as described in the Applications.
7. CENP LLC agrees to abide by all other constraints, conditions, requirements, representations and commitments identified in the existing Materials License, approvals and certificates issued by the NRC.

CENP LLC would be pleased to respond to any further questions that the NRC may have with regard to this letter.

Sincerely,



Ian B. Duncan
President
CE Nuclear Power LLC

Cc: Edwin Flack, USNRC
Jack Cushing, USNRC
Particia, Eng, USNRC

James Randall Hall, USNRC
Steve Lewis, Esq., USNRC -OGC
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