

TRONOX

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December 16, 2005

Mr. Derek Widmayer
Office of Nuclear Materials Safety and Safeguards
U.S. Nuclear Regulatory Commission
Washington, D.C. 20555

Re: Docket No. 70-3073; License No. SNM-1999
Notification of Change of Ownership

Dear Mr. Widmayer:

License SNM-1999 was issued to Kerr-McGee Corporation (KM) in 1993. Ownership of the property was transferred to Kerr-McGee Chemical Worldwide LLC several years ago. However, KM maintained control of the license, funding, and other aspects of the project. Earlier this year, KM announced the intent to divest its chemical subsidiary, and in preparation for the divestiture, on September 12, 2005, changed the name of Kerr-McGee Chemical Worldwide LLC, to Tronox Worldwide LLC. Tronox Worldwide LLC is a wholly owned subsidiary of Tronox Incorporated.

On November 22, 2005, Tronox Incorporated became a public company by virtue of an "Initial Public Offering" (IPO) on the New York Stock Exchange. While Kerr-McGee Corporation remains the controlling stockholder of Tronox Incorporated, it is anticipated that it will divest its interest in the coming months. At that point, Tronox Incorporated will be a stand-alone publicly traded company.

By April of 2005, KM had submitted the last final status survey reports for the Cushing site, and had responded to NRC comments on the final status survey reports. On June 15, 2005, KM requested termination of license SNM-1999.

On October 18, 2005, we discussed the upcoming divestiture of the chemical unit in a meeting at NRC's Rockville, MD office. At that time, we anticipated that NRC would terminate the license by the end of the year, and NRC staff was going to review the regulations and determine what kind of notification or request for approval would be appropriate for this situation.

However, prior to the IPO, KM did not receive guidance from NRC regarding how to address this transaction for a license for which termination has already been requested. Those individuals responsible for the decommissioning of the site, including Mike Logan (Director of Chemical and Nuclear Remediation), Jeff Lux (Project Manager), and Karen Morgan (Radiation Safety Officer), have all transitioned to Tronox and will retain the same responsibilities related to the Cushing site.

Tronox LLC

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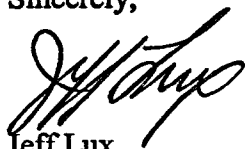
Tronox intends to remain fully compliant with all regulatory requirements, and requests guidance regarding how to address a change of ownership for a license about to be terminated. Although decommissioning is complete and financial assurance may no longer be required, issues related to financial assurance may also need resolution.

As NRC determines the best means to address this situation, Tronox will be administratively responsible for the license. Consequently, until the license is terminated, correspondence should be addressed to me at:

Jeff Lux
Tronox Worldwide, LLC
P.O. Box 268859
Oklahoma City, OK 73126-8859

If you have any questions or comments, please call me at 405-775-5194 (office) or 405-642-5152 (mobile).

Sincerely,



Jeff Lux
Project Manager

cc: Public Repository
Blair Spitzberg, NRC Region IV
Mike Broderick, DEQ