



October 16, 2007

8650 Sudley Road, Suite 411
Manassas, VA 20110
703 369 8270
703 369 8151 fax
www.pwhs.org

Licensing Assistants
Division of Nuclear Material Safety
U.S. Nuclear Regulatory Commission, Region II
Sam Nunn Atlanta Federal Center, 23 T85
61 Forsyth Street, SW
Atlanta, GA 30303-8931

NMSS

Re: Notification of Transaction between Inova Health System Foundation and Prince William Health System, Inc. and Prince William Hospital

Dear Sir/Madam:

0301771

This letter serves as notification of the transaction between Inova Health System Foundation (“**Inova**”) and Prince William Health System, Inc. (“**PWHS**”) and Prince William Hospital (“**PWH**”). This notice is required because PWH currently holds a license with the U.S. Nuclear Regulatory Commission (License No. 45-19485-01).

The transaction referenced above is structured as follows: PWH is organized as a non-stock corporation under the laws of the Commonwealth of Virginia. Under Virginia law, non-stock corporations do not have shareholders; rather, non-stock corporations may have members, who are entitled to exercise certain management powers with respect to non-stock corporations, which powers are similar to those exercised by shareholders for stock corporations. In the case of PWH, its current sole member is Prince William Health System, Inc. (“**PWHS**”), which is another Virginia non-stock corporation. After the consummation of the transaction will remain as the sole member of PWH, and Inova Health System Foundation, also a Virginia non-stock corporation, will become the sole member of PWHS. PWH will remain a separately existing Virginia non-stock corporation and PWH will continue to operate as a hospital in the same manner that is has been operating. At this time, no plans exist to change the hospital’s staffing. It is likely that within one year from the closing of the transaction, PWH’s name will be modified to reflect the affiliation with Inova. To the extent it is necessary to state, Inova agrees to abide by all terms and conditions of the current NRC License No. 45-19485-01.

If you have any questions about the transaction described above, please call Betsy Reilly at PWH. Ms. Reilly’s telephone number is (703) 369-8248.

141213

NMSS/RGN1 MATERIALS-002

REC'D IN LAT 10/18/07

We have enclosed two copies of the NRC notification letter each signed by each of the parties. It is our understanding this letter can be signed in counterparts.

ACKNOWLEDGED AND AGREED:

Prince William Health System, Inc.

By: 

Name: Michael J. Schwartz

Title: President & CEO

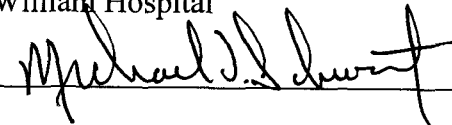
Inova Health System Foundation

By: 

Name: Shannon E. Sinclair

Title: Senior Vice President & General Counsel

Prince William Hospital

By: 

Name: Michael J. Schwartz

Title: President & CEO

This is to acknowledge the receipt of your letter/application dated

10/16/2007, and to inform you that the initial processing which includes an administrative review has been performed.

AMEND. 45-19485-01
There were no administrative omissions. Your application was assigned to a technical reviewer. Please note that the technical review may identify additional omissions or require additional information.

Please provide to this office within 30 days of your receipt of this card

A copy of your action has been forwarded to our License Fee & Accounts Receivable Branch, who will contact you separately if there is a fee issue involved.

Your action has been assigned **Mail Control Number** 141213.
When calling to inquire about this action, please refer to this control number.
You may call us on (610) 337-5398, or 337-5260.