

MARTIN MARIETTA CORPORATION

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April 14, 1994

Mr. Mohamed M. Shanbaky
United States Nuclear Regulatory Commission
Region I
475 Allendale Road
King of Prussia PA 19406-1415

Re: NRC Licenses Nos. SUB-831, 37-02006-05, and 37-02006-09 issued to Martin
Marietta Corporation

Dear Mr. Shanbaky:

This letter provides information regarding the transaction on March 15, 1995, which resulted in Martin Marietta Corporation becoming a wholly owned subsidiary of the newly created Lockheed Martin Corporation. As set forth below, it is our belief that the transaction involved no transfer of control of the above-referenced NRC licenses to "another person" within the purview of 10 CFR 30.34(b), 40.46, or 70.36. The essential features of the Lockheed-Martin merger are stated in the attached summary page of the Joint Proxy Statement issued by both companies prior to the transaction and can be summarized as follows:

As a result of the transaction, both Martin Marietta Corporation and Lockheed Corporation have continued in existence as separate corporate entities. Each has retained the name and the legal identity it had prior to the transaction.

All the stock of Martin Marietta Corporation and all the stock of Lockheed Corporation is now held by the new parent corporation, Lockheed Martin Corporation. This was accomplished by the former shareholders of Martin Marietta Corporation and Lockheed Corporation exchanging their stock for stock of the newly created Lockheed Martin Corporation. No operating assets relating to NRC-licensed activities were transferred from or to Martin Marietta Corporation as a result of the transaction.

Martin Marietta Corporation continues as the entity in possession and control of all facilities conducting licensed activities under the referenced NRC licenses. Management and staff responsible for management oversight, control, and radiological safety of licensed materials remain unchanged. Martin Marietta Corporation continues to maintain a self-guarantee of availability of funds for decommissioning costs, pursuant to 10 CFR Part 30, Appendix C.

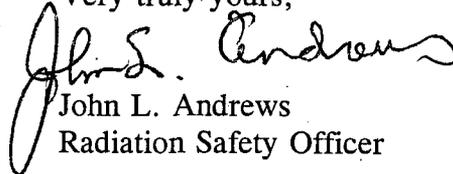
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Because Martin Marietta Corporation will continue in existence under the same name and will continue to retain control of the referenced NRC licenses, it is our position that the March 15, 1995, merger involved no transfer, assignment, transfer of control, or disposal of such licenses, or any right under such licenses, requiring the submission of information pursuant to 10 CFR 30.34(b). It is also our position that no changes in the licensee's legal identity, personnel, and operations have occurred which would require a license amendment.

Thank you for your attention to this matter. If you require further information regarding the transaction discussed above, please let me know.

Very truly yours,


John L. Andrews
Radiation Safety Officer

Enclosure

cc: S. J. Mucha, M.D.
M. West
David R. Moffitt, Esquire