



Unilever  
700 Sylvan Avenue  
Englewood Cliffs, NJ 07632  
USA

January 23, 2008

Scott R. Spoerl  
Senior Attorney  
Environmental & Safety

Tel: 201 894 2794  
Fax: 201 894 2727  
scott.spoerl@unilever.com

**By Federal Express**

MS16

K-4

Mr. Steven Courtemanche  
Health Physicist  
Commercial and R&D Branch  
Division of Nuclear Materials Safety  
Nuclear Regulatory Commission  
Region I  
475 Allendale Road  
King of Prussia, PA 19406-1415

29-30944-01

RECEIVED  
REGION I  
2008 JAN 24 AM 9:30

**Re: Application for Amendment to Standby Trust Agreement-Executed Agreement; Docket No. 03036785; Control No. 141390**

Dear Mr. Courtemanche:

I have received your letter dated December 28, 2007 concerning the above-referenced application from Wachovia Bank National Association. As we discussed by telephone, I am submitting an original executed copy of the Agreement to your attention. Executed copies are also being provided to US Bank National, in the manner requested.

The revised Certificate of Financial Assurance you have requested will be submitted under separate cover as we discussed by phone.

If you have any questions or need additional information, please do not hesitate to contact me.

Regards,

Scott R. Spoerl  
Senior Attorney  
Environmental & Safety

Enclosure

cc: US Bank Corporate Trust Services, Attn: Denlin (2 executed copies enclosed)  
Mr. Bryan Calder, US National Bank (w/o attachments)

## RESIGNATION, APPOINTMENT AND ACCEPTANCE AGREEMENT

### Under Standby Trust Agreement dated November 10, 2004 between Unilever United States, Inc. and Wachovia Bank, National Association (the "Standby Trust Agreement")

THIS AGREEMENT, dated as of November 19, 2007, among Wachovia Bank, National Association, a national banking association ("Wachovia"), U.S. Bank National Association, a national banking association ("U.S. Bank"), Unilever United States, Inc. (the "Grantor") and U.S. Nuclear Regulatory Commission (the "NRC").

#### WITNESSETH:

A. Wachovia currently serves as Trustee (the "Trustee") and performs the services and functions as such, subject to the terms and conditions therein.

B. The Grantor with the consent of the NRC desires to appoint U.S. Bank as successor Trustee and Wachovia desires to assign and transfer to U.S. Bank, and U.S. Bank desires to accept and perform the services, functions and duties of the Trustee under the Standby Trust Agreement.

NOW THEREFORE, the parties hereto in consideration of the covenants and undertakings made herein agree as follows:

1. Capitalized terms used but not defined herein shall have the respective meanings established for such terms under the Standby Trust Agreement.

2. Wachovia hereby resigns as Trustee effective as of the date of this Agreement, and assigns and transfers to U.S. Bank all of Wachovia's rights, claims and obligations under the Standby Trust Agreement including without limitation, the performance of all services and functions thereunder, and all payment records maintained as Trustee as and when appointed hereby.

3. From and after the date hereof, Wachovia shall have no rights, claims or obligations under the Standby Trust Agreement as Trustee; provided, however, that Wachovia shall remain responsible to the Grantor and securities holders under the Standby Trust Agreement for Wachovia's actions and omissions in performance of the services, functions and duties of Trustee prior to the effective date hereof.

4. The Grantor with the consent of the NRC hereby appoints U.S. Bank as successor Trustee effective immediately.

5. U.S. Bank hereby accepts the foregoing appointment and fully assumes, effective as of the date hereof, the rights, claims and obligations of Trustee and agrees to perform the services and functions of the Trustee, under the Standby Trust Agreement as expressly provided therein.

IN WITNESS WHEREOF, each of the parties hereto has caused this Agreement to be duly executed and delivered on its behalf as of the date first written above.

UNILEVER UNITED STATES, INC.

By: 

*Scott Green, Senior Attorney, as in house counsel for Cenepco, Inc. d/b/a Unilever*  
(Please print name and title)

U.S. BANK NATIONAL ASSOCIATION

By: 

Bryan Calder, President, Corporate Trust Services

WACHOVIA BANK, NATIONAL  
ASSOCIATION

By: 

Mary M. McCracken, Vice President

## CONSENT

The undersigned as the NRC hereby consents to the foregoing appointment and acceptance of U.S. Bank as successor Trustee under the Standby Trust Agreement.

U.S. Nuclear Regulatory Commission

By \_\_\_\_\_  
Its \_\_\_\_\_

Date: \_\_\_\_\_