

August 12, 2010

U. S. NRC Region IV
Texas Health Resources Tower
612 E. Lamar Blvd., Suite 400
Arlington, TX 76011-4125

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DNMS

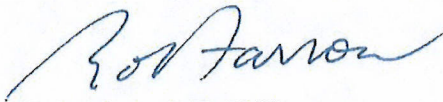
Re: Transfer of Control Application

In accordance with the requirements of NUREG 1556, Vol. 2, MISTRAS Group Inc. submits the following information application applicable to Appendix E: Information needed for Transfer of Control Application effective August 2, 2010.

1. The new name of the licensed organization will be MISTRAS Group Inc. Once all material, personnel and storage/use sites are transferred to MISTRAS' NRC Radioactive Material License 12-16559-02 the Anvil RAM license will be terminated.
2. At this time the facility contact and telephone number(s) will remain the same.
3. The officers of the controlling corporation are Sotirios Vahaviolos, Chairman, Michael Lange, CEO, Dennis Bertolotti, President along with Chris Smith, Corporate Compliance Officer, Robert J. Slack, Director of Regulatory Affairs and Daryl Istre, Corporate Radiation Safety Officer.
4. The transferor will remain both a licensed and non-licensed business.
5. Pursuant to an Asset Purchase agreement, MISTRAS Group Inc. shall acquire Anvil Corporation's non-destructive testing business assets in which the license is used.
6. There are no planned changes in organization, location, facility, or equipment. Any procedural changes will be through a merging of the Operating and Emergency practices and will be equal to or more stringent than those for Anvil Corporation.
7. Same as #6
8. Same as #6
9. All surveillance items and records (e.g., calibrations, leak tests, surveys, inventories, and accountability requirements) will be current at the time of transfer. A description of the status of surveillance requirements is as follows;
 - Leak test – 6 months
 - Depleted Uranium Device Test – Annually
 - Periodic Device Maintenance – 3 months (Quarterly)
 - Personnel Periodic Audits – 6 months
 - Survey Meter Calibrations – 6 months
 - Dosimeter and Alarming Rate Meter Verification – Annually
 - Source/Device Inventory – Quarterly

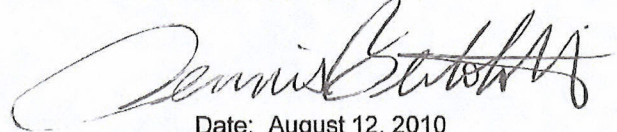
10. All applicable records concerning the safe and effective decommissioning of the facility, pursuant to 10 CFR 30.35(g), 40.36(f), 70.25(g), and 72.30(d); public dose; and waste disposal by release to sewers, incineration, radioactive material spills and on-site burials, have been transferred to the new licensee and will remain at the current licensed locations. There will be no termination of business at our licensed location.
11. All licensed facilities will remain viable, named facilities. There will be no change of status.
12. All licensed facilities will remain viable, named facilities. There will be no change of status.
13. MISTRAS Group Inc. agrees to abide by all commitments and representations previously made to the Nuclear Regulatory Commission by the transferor. As regards to open inspection items the transferee confirms that it accepts full responsibility for open action items and/or any resulting enforcement actions.
14. MISTRAS Group Inc. and Anvil Corporation agree to transferring control of the licensed material and activities. Upon completion of the sale, all activities for the licensed materials will be transferred to MISTRAS Group Inc. Anvil Corporation verifies it has made MISTRAS Group Inc. aware of all open inspection items and its responsibility for possible enforcement actions.
15. MISTRAS Group Inc. agrees to abide by all constraints, conditions, requirements, representations and commitments identified in the existing license.

Rob Farrow/CFO



Date: August 12, 2010
Anvil Corporation

Dennis Bertolotti/President



Date: August 12, 2010
Mistras Group Inc.

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Re: Radioactive Materials License No. 46-23236-03 (the Licensee) for Anvil Corporation.

Dear Sirs:

Please be advised that an acquisition agreement has been entered into by and among Anvil Corporate (the Licensee) (the "Seller"), on or about August 2, 2010. Subject to the terms of the acquisition agreement, MISTRAS Group Inc. (the Buyer) has purchased assets from the Seller (the "Transaction"). In connection with the Transaction, the Seller has agreed to assign and transfer to the Buyer, and the Buyer has agreed to assume from the Seller, from and after the closing of the Transaction, Seller's rights and obligations under the above referenced license. This agreement shall not relieve the Seller from implementing and complying with Increased Controls and directives from the NRC.

Both the Seller and the Buyer respectfully request your consent for the assignment by the Seller and the assumption by the Buyer of the license, as contemplated by the acquisition agreement. Seller hereby requests that you indicate your consent to such assignment and assumption by signing in the space provided below and faxing an executed copy of this letter to Mr. Farrow at 360-671-1697. In addition, please return an executed original copy of this letter to the Buyer in the addressed, stamped envelope provided for that purpose.

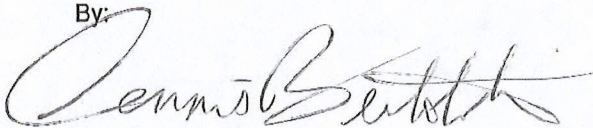
The Transaction will be effectuated effective August 2, 2010. All Anvil Corporation personnel will be retained and MISTRAS Group Inc. agrees to abide by the Rules and Regulations of the State of Washington and the referenced license and its conditions. Your return of this letter would be much appreciated. Thank you in advance for your attention to this matter. If you have any questions, please do not hesitate to contact the undersigned.

Thank you,

MISTRAS Group Inc.

Anvil Corporation

By:



Dennis Bertolotti, President
630-230-3400 Ext. 134

609 716 4152

By:



Rob Farrow, CFO
360-937-0316

ASSIGNMENT OF LICENSE TO MISTRAS GROUP INC.

Consented By:

Nuclear Regulatory Commission, Region IV

By: _____

Title: _____

Name:(Print) _____

Date: _____

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ANVIL

Innovative Engineering & Technical Services

1675 West Bakerview Road • Bellingham • WA • 98226

Phone: 360-671-1450 • Toll Free: 877-412-6845

Fax: 360-671-1697 • www.anvilcorp.com

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U. S. NRC Region IV
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Re: Transfer of Control/NRC License No. 46-23236-03 Expires April 30, 2013.

Anvil Corporation will enter an agreement to transfer control of its non-destructive testing services to MISTRAS Group Inc., 195 Clarksville Road, Princeton Junction, NJ 08550. The accompanying document is a letter of notification based on NUREG 1556, Vol. 2, Appendix E. The referenced license will be terminated as soon as all material, storage/use locations and personnel have been transferred to MISTRAS' Radioactive Material License No. 12-16559-02.

If you have any questions, please contact Rob Farrow at 360-937-0316 or contact Dennis Bertolotti of MISTRAS Group Inc. at 609-716-4152.

Sincerely,

Rob Farrow
CFO

9-10-10
DATE

This is to acknowledge the receipt of your letter/application dated 8-12-2010, and to inform you that the initial processing, which includes an administrative review, has been performed.

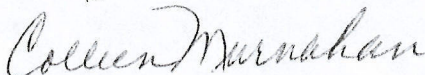
There were no administrative omissions. Your application will be assigned to a technical reviewer. Please note that the technical review may identify additional omissions or require additional information.

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

The action you requested is normally processed within 90 days.

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** 573465.
When calling to inquire about this action, please refer to this mail control number.
You may call me at 817-860-8103.

Sincerely,

Licensing Assistant

BETWEEN:

Accounts Receivable/Payable
and
Regional Licensing Branches

[FOR ARPB USE]
INFORMATION FROM LTS

Program Code: 03320
Status Code: Pending Amendment
Fee Category: 2B 30
Exp. Date:
Fee Comments:
Decom Fin Assur Req: N

License Fee Worksheet - License Fee Transmittal

A. REGION

1. APPLICATION ATTACHED

Applicant/Licensee: MISTRAS GROUP INC.
Received Date: 08/23/2010
Docket Number: 3035114
Mail Control Number: 573465
License Number: 12-16559-02
Action Type: Amendment

2. FEE ATTACHED

Amount: _____

Check No.: _____

3. COMMENTS

Signed: Colleen Murahan
Date: 9-03-2010

B. LICENSE FEE MANAGEMENT BRANCH (Check when milestone 03 is entered / /)

1. Fee Category and Amount: _____

2. Correct Fee Paid. Application may be processed for:

Amendment: _____

Renewal: _____

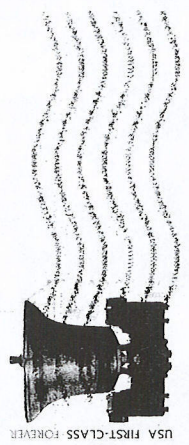
License: _____

3. OTHER _____

Signed: _____

Date: _____

HOUSTON TX 770
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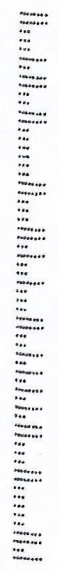


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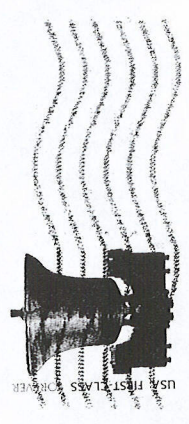
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