

**Torres, RobertoJ**

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**From:** Jon Winter (USA - Casper) [Jon.Winter@uranium1.com]  
**Sent:** Monday, March 21, 2011 11:28 AM  
**To:** Linton, Ron  
**Subject:** PDF copy of February 22, 2011 letter  
**Attachments:** NRC - 2011 Merger Final.pdf

Ron attached is a copy of the letter I was referring to.

Jon F. Winter  
Manager Environmental & Regulatory Affairs, Wyoming

907 North Poplar  
Suite 260  
Casper, WY 82601  
Phone: 307-234-8235 ext. 331



**RECEIVED**

MAR 22 2011

**DNMS**

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MAR 22 2011

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February 22, 2011

Keith McConnell, Deputy Director  
Decommissioning & Uranium Recovery Licensing Directorate  
U.S. Nuclear Regulatory Commission  
Office of Federal and State Materials &  
Environmental Management Programs  
MS T-8F5, 11545 Rockville Pike  
Rockville, MD 20852  
Kelth.McConnell@nrc.gov

**RECEIVED**

MAR 22 2011

**DNMS**

Re: Willow Creek Project - Materials License SUA-1341  
Moore Ranch Project- Materials License SUA-1596  
Jab & Antelope Project- Materials License Application (Docket No. 40-9079)  
Ludeman Project - Materials License Application (Docket No. 40-9095)  
Materials License No. 49-29384-01 (PFN Well Logging Tool)

Dear Mr. McConnell:

As you are aware, Uranium One USA, Inc. ("Uranium One USA") is the licensee under Materials License SUA-1341 for the Willow Creek Project in Johnson and Campbell County, Wyoming. Likewise, Uranium One Americas, Inc. is the licensee under Materials License SUA-1596 for the Moore Ranch Project in Campbell County, Wyoming, Materials License No. 49-29384-01 relating to a PFN Well Logging Tool, and the applicant under Materials License Applications for the Jab & Antelope Project and Ludeman Project. The Materials Licenses and Materials License Applications referred to above are collectively referred to in this letter as the "Licenses." Currently, Uranium One USA is a wholly owned subsidiary of Uranium One Exploration U.S.A. Inc. ("Uranium One Exploration") which is a wholly owned subsidiary of Uranium One Americas, whose ultimate parent corporation is Uranium One Inc. ("Uranium One"). For tax and accounting purposes unrelated to the Licenses or the projects covered thereunder, Uranium One proposes to merge Uranium One Exploration with and into Uranium One Americas, with Uranium One Americas remaining as the surviving entity ("Proposed Merger"). Attached to this letter is a diagram of the Proposed Merger.

In Uranium One's Responses, dated October 18, 2010, to the NRC's Requests for Additional Information for Uranium One's transaction with JSC Atomredmetzoloto (ARMZ), Uranium One committed to provide the NRC with notifications in advance of changes in its corporate lineage. This letter is intended to provide the NRC with advance notice of the Proposed Merger.

The Proposed Merger does not provide for or anticipate any changes to the Licenses, Licensees, or any of the projects covered under the Licenses. Furthermore, the Proposed Merger

Uranium One USA, Inc.  
A Member of the Uranium One Inc. Group of Companies  
907 N. Poplar • Suite 260  
Casper • WY 82601  
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No. 574774



does not anticipate or provide for any changes to the officers or directors of Uranium One USA or Uranium One Americas. The Proposed Merger will not affect (i) the personnel having control over licensed activities (including the Radiation Safety Officers); (ii) the use, possession, location, or storage of licensed materials; (iii) Uranium One USA's or Uranium One America's organization; (iv) the facilities, equipment and records associated with the Licenses; (v) any of the operating or safety procedures associated with the Licenses; or (vi) the surety arrangements, bonds and letters of credit associated with the Licenses.

Since the Proposed Merger does not affect Uranium One USA, Uranium One Americas or the operations and activities under the Licenses, Uranium One believes that no additional filings are required with respect to the Proposed Merger. If there is any additional information that the NRC requires for the Proposed Merger, please advise. While the Proposed Merger does not provide for or anticipate any changes to the Licenses, we are available to discuss the Proposed Merger in greater detail or to answer any questions or concerns that you may have concerning the Proposed Merger. If you have any questions about this letter or the Proposed Merger, please contact me at (307) 234-8235, ext. 333 or [donna.wichers@uranium1.com](mailto:donna.wichers@uranium1.com).

Sincerely,

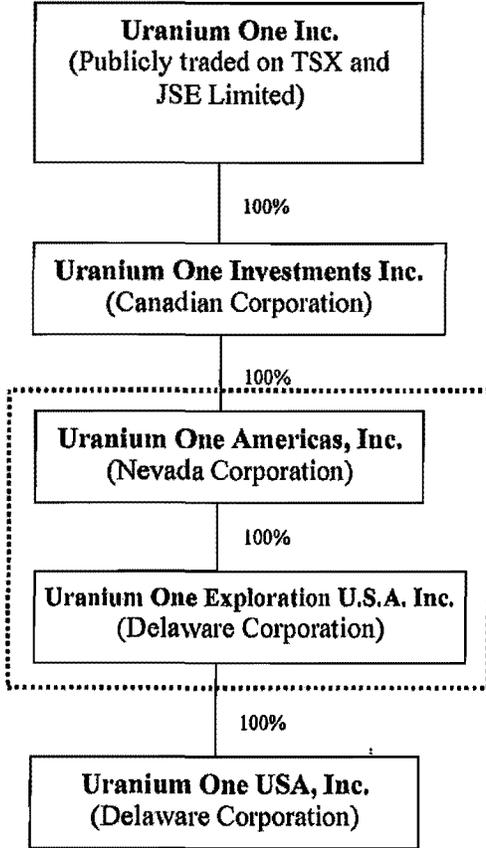
Donna Wichers  
Senior Vice President, ISR Operations  
Uranium One USA, Inc.  
Uranium One Americas, Inc.

Enclosure: Diagram of Proposed Merger

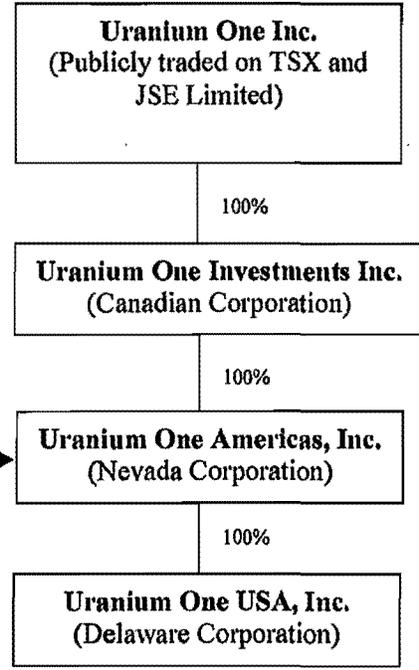
CC: Ron Linton ([Ron.Linton@nrc.gov](mailto:Ron.Linton@nrc.gov))  
William Prince ([prince.william@dorsey.com](mailto:prince.william@dorsey.com))  
Lloyd Hong ([Lloyd.Hong@uranium1.com](mailto:Lloyd.Hong@uranium1.com))  
Mark Rogaczewski ([mrogac@wyo.gov](mailto:mrogac@wyo.gov))

**Diagram of Proposed Merger**

***Pre-Proposed Merger***



***Post-Proposed Merger***



Uranium One Americas, Inc. and  
Uranium One Exploration U.S.A. Inc.  
merge, with Uranium One Americas,  
Inc. as the surviving entity

APR - 5 2011

DATE

This is to acknowledge the receipt of your letter/application dated 3/21/11, 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 other omissions or require additional information.
- Please provide to this office within 30 days of your receipt of this card:

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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** 574 774.  
When calling to inquire about this action, please refer to this mail control number.  
You may call me at (817) 860-8103.

Sincerely,

*Carol R. Heise*  
Licensing Assistant

BETWEEN:

Accounts Receivable/Payable  
and  
Regional Licensing Branches

[ FOR ARPB USE ]  
INFORMATION FROM LTS

Program Code: 03111  
Status Code: Pending Amendment  
Fee Category: 5A  
Exp. Date:  
Fee Comments:  
Decom Fin Assur Req: N

### License Fee Worksheet - License Fee Transmittal

#### A. REGION

##### 1. APPLICATION ATTACHED

Applicant/Licensee: URANIUM ONE AMERICAS, INC  
Received Date: 03/22/2011  
Docket Number: 3038260  
Mail Control Number: 574774  
License Number: 49-29384-01  
Action Type: Amendment

##### 2. FEE ATTACHED

Amount: \_\_\_\_\_

Check No.: \_\_\_\_\_

##### 3. COMMENTS

Signed: Cecelia Murahan

Date: 3-29-2011

#### 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: \_\_\_\_\_