

**MASSEY ENERGY COMPANY
P.O. Box 26765
Richmond, Virginia 23261-6765**

May 25, 2011

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U.S. Nuclear Regulatory Commission - Region I
Nuclear Materials Licensing Section
475 Allendale Road
King of Prussia, PA 19406-1415

**RE: NRC Radioactive Materials License No. 47-30927-01 (Docket No. 030-36608)
Planned Merger between Alpha Natural Resources, Inc. and Massey Energy Co.
Request for Consent to Indirect License Transfer**

Dear Sir or Madam:

Massey Energy Co. ("Massey"), the licensee under NRC Materials License No. 47-30927-01, hereby requests that the NRC approve the planned indirect transfer of control of the foregoing license pursuant to Section 184 of the Atomic Energy Act of 1954, as amended, and 10 C.F.R. § 30.34(b).

The indirect transfer of control will result from a proposed merger between Alpha Natural Resources, Inc. ("Alpha"), a Delaware corporation, and Massey, a Delaware corporation. Massey is currently a public company whose common stock is traded on the New York Stock Exchange. Alpha is also a public company whose common stock is traded on the New York Stock Exchange. At the time of the proposed merger, each share of common stock of Massey will be converted into the right to receive a certain amount of Alpha common stock and cash. During the proposed merger, a wholly-owned subsidiary of Alpha will merge with and into Massey, and Massey will be the surviving entity. Massey will continue as a wholly-owned subsidiary of Alpha, will remain the NRC licensed entity, and will be renamed Alpha Appalachia Holdings, Inc.

Following the merger, Alpha Appalachia Holdings, Inc. will remain in control of all licensed activities under NRC Materials License No. 47-30927-01. The proposed merger will not impact the licensed activities, nor will it impact any of the terms and conditions of the licensed activities. There will be no change in the organization, equipment or procedures relating to the Radiation Safety Program. William Newsome will remain as the named Radiation Safety Officer.

Enclosure (1) provides information relating to a request for consent to an indirect transfer of control, as provided in Appendix F of NUREG-1556, Vol. 15, "Consolidated Guidance About

Materials Licenses: Guidance About Changes of Control and About Bankruptcy Involving Byproduct, Source, or Special Nuclear Material Licenses.” Enclosure (2) provides a summary of the proposed merger and simplified organization charts reflecting the current and post-merger ownership structures.

The closing of the proposed transaction is expected to occur on or about June 1, 2011. In accordance with the legal requirements referenced above, we are seeking prior written consent for the planned indirect transfer of control of the subject license in advance of the merger closing. We therefore respectfully request that this request be reviewed and such consent provided as soon as possible, but no later than May 25, 2011.

If you need further information please contact Thomas Cook at 304-369-8500

Sincerely,



Shane Harvey, Assistant Secretary
Massey Energy Co.

Enclosure (1): Information Supporting Request for Prior Written Consent to Indirect Transfer of Control of a Materials License

Enclosure (2): Summary of Merger and Simplified Organization Charts

Massey Energy Co.
License No. 47-30927-01 (Docket No. 030-36608)
May __, 2011
Information Supporting Request For Consent To
Indirect Transfer Of Control Of A Materials License

This information is submitted consistent with Appendix F of NUREG-1556, Vol. 15, "Consolidated Guidance About Materials Licenses – Guidance About Changes of Control and About Bankruptcy Involving Byproduct, Source, or Special Nuclear Materials Licenses." The information is submitted with respect to Massey Energy Co.'s ("Massey") request for consent to the indirect transfer of control of its NRC materials license.

1. Provide a complete description of the transaction (i.e., transfer of stocks or assets, or merger). Indicate whether the name has changed and include the new name. Include the name and telephone number of a licensee contact who NRC may contact if more information is needed.

A. Description of the transaction:

The indirect transfer of control will result from a proposed merger between Alpha Natural Resources, Inc. ("Alpha"), a Delaware corporation, and Massey, a Delaware corporation. Mountain Merger Sub, Inc., a wholly-owned subsidiary of Alpha will merge with and into Massey, and Massey will be the surviving entity. Massey will continue as a wholly-owned subsidiary of Alpha and will be renamed Alpha Appalachia Holdings, Inc.

The planned merger will not affect the operations of the licensed entity, nor will it affect any of the terms and conditions under which it carries out licensed activities under its materials license. None of the individuals with control over licensed activities will change as a result of the merger. The merger does not change the existing technical qualifications of the licensed entity, and the merger does not involve any changes to any existing license requirements.

B. No name change

New name of licensed organization: Alpha Appalachia Holdings, Inc.

C. No change in contact

New contact:

New telephone number:

2. Describe any changes in personnel or duties that relate to the licensed program. Include training and experience for new personnel.

Enclosure (1)

A. No changes in personnel having control over licensed activities.

Changes in personnel having control over licensed activities (e.g. officers of a corporation):

B. No changes in personnel named in the license.

Changes in personnel named in the license (e.g., RSO, AUs) - include training, experience and responsibilities:

3. Describe, in detail, any changes in the organization, location, facilities, equipment or procedures that relate to the licensed program.

Organization:

Equipment:

Location:

Procedures:

Facility:

Not applicable

There will be no changes in the organization, location, facilities, equipment, or procedures that relate to any licensed program of the licensed entity.

4. Describe the status of the surveillance program (i.e., surveys, wipe tests, quality control) at the present time and the expected status at the time that control is to be transferred.

A. Description of the status of all surveillance programs:

The surveillance program outlined in the subject license will remain the same as before the merger. There will be no change in surveillance activities including calibrations, leak tests, surveys, inventories, and other accountability requirements. All required surveillances have been performed as of the date noted above.

B. Surveillance Items & Records: calibrations, leak tests, surveys, inventories, and accountability requirements will be current at the time of transfer for the license.

Yes No (explain)

5. Confirm that all records concerning the safe and effective decommissioning of the facility will be transferred to the transferee or to NRC, as appropriate. These records include documentation of surveys of ambient radiation levels and fixed and/or removable contamination, including methods and sensitivity.

Records transferred to:

New licensee NRC for license termination Not applicable

6. Confirm that the transferee will abide by all constraints, conditions, requirements and commitments of the transferor or that the transferee will submit a complete description of the proposed licensed program.

Description of proposed licensed program from transferee attached (with signature)
or

Not applicable

As discussed above, following the proposed merger, Massey Energy Co. will be renamed Alpha Appalachia Holdings, Inc. and will remain the licensee. This confirms that Alpha Appalachia Holdings, Inc. will continue to be responsible for adhering to all constraints, conditions, requirements and commitments of the license.

Summary of Merger

Massey Energy Co. is currently a public company. Under the planned merger, a wholly-owned subsidiary of Alpha Natural Resources, Inc. will merge with and into Massey Energy Company. Massey Energy Company will be the surviving entity of this merger, becoming a wholly-owned subsidiary of Alpha Natural Resources, Inc. Massey Energy Company will be renamed Alpha Appalachia Holdings, Inc. Massey is the current licensee for Materials License No. 47-30927-01.

Pre-Merger

Massey Energy Company is currently a public company whose common stock is publicly traded on the New York Stock Exchange.

Enclosure (2)

Post-Merger Organization Chart

