

February 7, 2012



U.S. Nuclear Regulatory Commission
ATTN: Document Control Desk
Two White Flint North Building
11545 Rockville Pike
Washington, DC 20555
Attn: Mr. Keith McConnell

**RE: License Amendment Request
Transfer Control of License Number STB-401**

Dear Mr. McConnell:

This letter and attachments constitute a request for amendment to the above referenced license for activities at the St. Louis, Missouri facility. This amendment request is necessitated as a result of the intercompany reorganization that resulted in Mallinckrodt Inc. being converted to a limited liability company, Mallinckrodt LLC. This transaction was completed on June 23, 2011

All other conditions relating to the subject license remain unchanged at this time.

This transaction was completed on June 23, 2011, and Mallinckrodt Inc. was converted to Mallinckrodt LLC, a Delaware limited liability company.

Documentation regarding the transaction is attached hereto in a letter to the NRC from Patricia Duft dated July 26, 2011. A completed NRC Form 313 is also attached for the above referenced license.

Please contact me at 314-654-5838 if you require additional information regarding this matter. Your prompt review and consideration of this license amendment request is appreciated.

Sincerely,

A handwritten signature in cursive script that reads "Karen Burke".

Karen Burke
Radiation Safety Officer

Enc: Letter dated July 26, 2011 to NRC from Patricia Duft

Cc: John Buckley (NRC)
Alan Faust (Mallinckrodt)

FSME20

NRC FORM 313

(1-2012)
10 CFR 30, 32, 33,
34, 35, 36, 39, and 40

U.S. NUCLEAR REGULATORY COMMISSION

APPROVED BY OMB: NO. 3150-0120

EXPIRES: (03/31/2012)

APPLICATION FOR MATERIALS LICENSE

Estimated burden per response to comply with this mandatory collection request: 4.3 hours. Submittal of the application is necessary to determine that the applicant is qualified and that adequate procedures exist to protect the public health and safety. Send comments regarding burden estimate to the Information Services Branch (T-5 F53), U.S. Nuclear Regulatory Commission, Washington, DC 20555-0001, or by internet e-mail to Infocollects.Resource@nrc.gov, and to the Desk Officer, Office of Information and Regulatory Affairs, NEOB-10202, (3150-0120), Office of Management and Budget, Washington, DC 20503. If a means used to impose an information collection does not display a currently valid OMB control number, the NRC may not conduct or sponsor, and a person is not required to respond to, the information collection.

INSTRUCTIONS: SEE THE APPROPRIATE LICENSE APPLICATION GUIDE FOR DETAILED INSTRUCTIONS FOR COMPLETING APPLICATION. SEND TWO COPIES OF THE ENTIRE COMPLETED APPLICATION TO THE NRC OFFICE SPECIFIED BELOW.

APPLICATION FOR DISTRIBUTION OF EXEMPT PRODUCTS FILE APPLICATIONS WITH:

OFFICE OF FEDERAL & STATE MATERIALS AND
ENVIRONMENTAL MANAGEMENT PROGRAMS
DIVISION OF MATERIALS SAFETY AND STATE AGREEMENTS
U.S. NUCLEAR REGULATORY COMMISSION
WASHINGTON, DC 20555-0001

ALL OTHER PERSONS FILE APPLICATIONS AS FOLLOWS:

IF YOU ARE LOCATED IN:

ALABAMA, CONNECTICUT, DELAWARE, DISTRICT OF COLUMBIA, FLORIDA, GEORGIA,
KENTUCKY, MAINE, MARYLAND, MASSACHUSETTS, NEW HAMPSHIRE, NEW JERSEY,
NEW YORK, NORTH CAROLINA, PENNSYLVANIA, PUERTO RICO, RHODE ISLAND, SOUTH
CAROLINA, TENNESSEE, VERMONT, VIRGINIA, VIRGIN ISLANDS, OR WEST VIRGINIA,

SEND APPLICATIONS TO:

LICENSING ASSISTANCE TEAM
DIVISION OF NUCLEAR MATERIALS SAFETY
U.S. NUCLEAR REGULATORY COMMISSION, REGION I
475 ALLENDALE ROAD
KING OF PRUSSIA, PA 19406-1415

IF YOU ARE LOCATED IN:

ILLINOIS, INDIANA, IOWA, MICHIGAN, MINNESOTA, MISSOURI, OHIO, OR WISCONSIN,
SEND APPLICATIONS TO:

MATERIALS LICENSING BRANCH
U.S. NUCLEAR REGULATORY COMMISSION, REGION III
2443 WARRENVILLE ROAD, SUITE 210
LISLE, IL 60532-4352

ALASKA, ARIZONA, ARKANSAS, CALIFORNIA, COLORADO, HAWAII, IDAHO, KANSAS,
LOUISIANA, MISSISSIPPI, MONTANA, NEBRASKA, NEVADA, NEW MEXICO, NORTH
DAKOTA, OKLAHOMA, OREGON, PACIFIC TRUST TERRITORIES, SOUTH DAKOTA, TEXAS,
UTAH, WASHINGTON, OR WYOMING,

SEND APPLICATIONS TO:

NUCLEAR MATERIALS LICENSING BRANCH
U.S. NUCLEAR REGULATORY COMMISSION, REGION IV
1600 E. LAMAR BOULEVARD
ARLINGTON, TX 76011-4511

PERSONS LOCATED IN AGREEMENT STATES SEND APPLICATIONS TO THE U.S. NUCLEAR REGULATORY COMMISSION ONLY IF THEY WISH TO POSSESS AND USE LICENSED MATERIAL IN STATES SUBJECT TO U.S. NUCLEAR REGULATORY COMMISSION JURISDICTIONS.

1. THIS IS AN APPLICATION FOR (Check appropriate item)

- ☐ A. NEW LICENSE
- ☒ B. AMENDMENT TO LICENSE NUMBER STB-401
- ☐ C. RENEWAL OF LICENSE NUMBER _____

2. NAME AND MAILING ADDRESS OF APPLICANT (Include ZIP code)

Mallinckrodt LLC
3600 N. Second Street
St. Louis, Missouri 63147

3. ADDRESS WHERE LICENSED MATERIAL WILL BE USED OR POSSESSED

N/A Standby Only license

4. NAME OF PERSON TO BE CONTACTED ABOUT THIS APPLICATION

Karen Burke

TELEPHONE NUMBER

(314) 654-5838

SUBMIT ITEMS 5 THROUGH 11 ON 8-1/2 X 11" PAPER. THE TYPE AND SCOPE OF INFORMATION TO BE PROVIDED IS DESCRIBED IN THE LICENSE APPLICATION GUIDE.

5. RADIOACTIVE MATERIAL

- a. Element and mass number; b. chemical and/or physical form; and c. maximum amount which will be possessed at any one time.

6. PURPOSE(S) FOR WHICH LICENSED MATERIAL WILL BE USED.

7. INDIVIDUAL(S) RESPONSIBLE FOR RADIATION SAFETY PROGRAM AND THEIR TRAINING EXPERIENCE.

8. TRAINING FOR INDIVIDUALS WORKING IN OR FREQUENTING RESTRICTED AREAS.

9. FACILITIES AND EQUIPMENT.

10. RADIATION SAFETY PROGRAM.

11. WASTE MANAGEMENT.

12. LICENSE FEES (See 10 CFR 170 and Section 170.31)

FEE CATEGORY 14A

AMOUNT
ENCLOSED \$ 0.00

13. CERTIFICATION. (Must be completed by applicant) THE APPLICANT UNDERSTANDS THAT ALL STATEMENTS AND REPRESENTATIONS MADE IN THIS APPLICATION ARE BINDING UPON THE APPLICANT.

THE APPLICANT AND ANY OFFICIAL EXECUTING THIS CERTIFICATION ON BEHALF OF THE APPLICANT, NAMED IN ITEM 2, CERTIFY THAT THIS APPLICATION IS PREPARED IN CONFORMITY WITH TITLE 10, CODE OF FEDERAL REGULATIONS, PARTS 30, 32, 33, 34, 35, 36, 39, AND 40, AND THAT ALL INFORMATION CONTAINED HEREIN IS TRUE AND CORRECT TO THE BEST OF THEIR KNOWLEDGE AND BELIEF.

WARNING: 18 U.S.C. SECTION 1001 ACT OF JUNE 25, 1948 62 STAT. 749 MAKES IT A CRIMINAL OFFENSE TO MAKE A WILLFULLY FALSE STATEMENT OR REPRESENTATION TO ANY DEPARTMENT OR AGENCY OF THE UNITED STATES AS TO ANY MATTER WITHIN ITS JURISDICTION.

CERTIFYING OFFICER -- TYPED/PRINTED NAME AND TITLE

Associate General Counsel Robert Budenholzer

SIGNATURE



DATE

2-9-12

FOR NRC USE ONLY

TYPE OF FEE	FEE LOG	FEE CATEGORY	AMOUNT RECEIVED	CHECK NUMBER	COMMENTS
			\$		
APPROVED BY				DATE	



Via Federal Express

July 26, 2011

U.S. Nuclear Regulatory Commission
ATTN: Document Control Desk
Two White Flint North Building
11545 Rockville Pike
Washington, DC 20555

RE: Consent to Transfer Control of License Number STB-401

Dear Mr. Buckley:

This letter is to follow up on Mallinckrodt's letters dated May 27, 2011 and July 7, 2011 regarding the Mallinckrodt Inc. intercompany reorganization that resulted in Mallinckrodt Inc. being converted into a limited liability company, Mallinckrodt LLC. This transaction was completed on June 23, 2011, and Mallinckrodt Inc. was converted to Mallinckrodt LLC, a Delaware limited liability company.

As requested in your letter dated July 7, 2011, Mallinckrodt LLC is providing confirmation that the transaction was completed and is providing the following additional information.

1. Provide a complete description of the transaction.

As part of an internal transaction of Covidien plc subsidiaries, Mallinckrodt Inc., a Delaware corporation was converted to Mallinckrodt LLC, a Delaware limited liability corporation. The following is a simplified summary of the proposed steps: (1) Mallinckrodt Inc. filed a certificate of conversion under Delaware law to convert the company into a limited liability company; (2) after the conversion to a limited liability company, the entity was renamed as Mallinckrodt LLC; and (3) Mallinckrodt LLC maintained ownership of legal title to the plants and equipment subject to the licenses noted above. None of these transactions involved any legal entities which were not affiliated with Mallinckrodt Inc. All of the movement of assets and ownership was within the group of companies all wholly owned directly or indirectly by Covidien plc. Attached as **Exhibit "A"** to this letter are copies of the corporate documents filed with the Delaware Secretary of State. The new name of the licensed organization is Mallinckrodt LLC. Its headquarters address will remain at the current location.

JSME20

Mallinckrodt LLC
675 McDonnell Blvd
Hazelwood, MO 63042

The new licensee contact and telephone number(s) will remain the same;

Patricia H. Duft
Vice-President, Legal
675 McDonnell Blvd.
Hazelwood, MO 63042
Phone: 314-654-6314
E-mail: Pat.Duft@Covidien.com

Karen Burke (License STB-401)
Radiation Safety Officer
675 McDonnell Blvd.
Hazelwood, MO 63042
Phone 314-654-5838
E-mail: Karen.Burke@Covidien.com

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

There are no changes to the licensed program. Mallinckrodt LLC has the same Radiation Safety Officer as Mallinckrodt Inc. A listing of the Mallinckrodt LLC managers and officers is attached hereto as **Exhibit "B"**.

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

No changes.

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

There are no changes to any of the surveillance programs and all will be maintained in the same manner. There will be no changes in location of records. All pertinent and required records applicable to licensed operations will be retained at the transferee's location at the time the conversion is completed.

5. Confirm that all records concerning the safe and effective decommissioning of the facility will be transferred to the transferee or to the NRC, as appropriate. These records include documentation of surveys of ambient radiation levels and fixed and/or removable contamination, including methods and sensitivity. A copy of the amended Letter of Credit dated June 23, 2011 in the new name is attached as **Exhibit "C"**.

Refer to the response offered in Item 4. There is no change to the decommissioning cost estimate necessary.

6. Confirm that the transferee will abide by all constraints, conditions, requirements and commitments of the transferor.

All of the existing license conditions will be maintained, and constraints, conditions, requirements, representations and commitments identified in the above referenced licenses will be followed by Mallinckrodt LLC upon conversion of the Mallinckrodt Inc. to Mallinckrodt LLC. All of the existing radiation safety programs will be maintained and followed as required by applicable license conditions and regulation.

7. Documentation that the transferor and transferee agree to the change in ownership or control of the licensed material and activity, and the conditions of transfer; and the transferee is made aware of all open inspection items and its responsibility for possible resulting enforcement actions.

Mallinckrodt Inc. has agreed to the conversion to Mallinckrodt LLC. Refer to filings with the Delaware Secretary of State attached hereto as **Exhibit "A"**. There are currently no open inspection items.

This submittal completes the required information in accordance with RIS 2008-19. Please note that Ms. Karen Burke will be preparing a License Amendment requesting the license be revised to note the new Mallinckrodt LLC name. I trust we have addressed all of the questions documented in your letter of July 7, 2011. If you have any further questions, please contact Ms. Karen Burke at 314-654-5838. Thank you for your assistance in this process.

Sincerely,

Karen Burke

for Patricia H. Duft

Enc:

Exhibit "A"- Secretary of State Documentation

Exhibit "B"-Manager and Officer List

Exhibit "C"-Letter of Credit

Cc: John Buckley (NRC)
Karen Burke (Mallinckrodt)
Kay Yoder (Mallinckrodt)

Exhibit A

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "MALLINCKRODT INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "MALLINCKRODT INC." TO "MALLINCKRODT LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF JUNE, A.D. 2011, AT 8:40 O'CLOCK A.M.

2161269 8100V

110749598

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8855800

DATE: 06-23-11

Exhibit A

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:24 AM 06/23/2011
FILED 08:40 AM 06/23/2011
SRV 110749598 - 2161269 FILE


**CERTIFICATE OF CONVERSION
FROM A CORPORATION
TO LIMITED LIABILITY COMPANY**

Pursuant to Sections 18-204 and 18-214 of the
Delaware Limited Liability Company Act

1. The name of the corporation immediately prior to the filing of this Certificate of Conversion to Limited Liability Company is Mallinckrodt Inc.
2. The corporation was originally incorporated on the 19th day of May, 1988 under the laws of the State of Delaware.
3. The name of the limited liability company into which the corporation shall be converted, as set forth in its Certificate of Formation, is Mallinckrodt LLC.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned authorized person has caused this Certificate of Conversion to be executed this 23rd day of June, 2011.

By: 
Name: John W. Kapples
Title: Authorized Officer

[Signature Page to Certificate of Conversion to LLC for Mallinckrodt Inc.]

Delaware

PAGE 2

The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND
CORRECT COPY OF CERTIFICATE OF FORMATION OF "MALLINCKRODT LLC"
FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF JUNE, A.D. 2011,
AT 8:40 O'CLOCK A.M.



2161269 8100V

110749598

You may verify this Certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8855800

DATE: 06-23-11

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:24 AM 06/23/2011
FILED 08:40 AM 06/23/2011
SRV 110749598 - 2161269 FILE

CERTIFICATE OF FORMATION
OF
MALLINCKRODT LLC

1. The name of the limited liability company is Mallinckrodt LLC.
2. The address of its registered office in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

[SIGNATURE PAGE FOLLOWS]

06/23/2011

08:22

SKARDEL LLC → 13027393673

NO.787

026

IN WITNESS WHEREOF, the undersigned has executed this Certificate
of Formation this 23rd day of June, 2011.

By: 

Name: John W. Kapples

Title: Authorized Person

[Signature Page to Certificate of LLC Formation for Mallinckrodt LLC]

Exhibit B

MANAGEMENT BOARD

Robert T. Budenholzer
Joseph A. Wuestner
Peter G. Edwards

OFFICERS

Richard J. Meelia	President
Richard G. Brown	Vice President
Charles J. Dockendorff	Vice President
Peter G. Edwards	Vice President
John W. Kapples	Vice President
Kevin G. DaSilva	Vice President & Treasurer
Lisa K Golod	Vice President & Assistant Treasurer
Woodrow Howell	Vice President & Assistant Treasurer
Geoffrey Kupferschmid	Vice President & Assistant Treasurer
Stephen C. Carey	Vice President & Assistant Treasurer
Eric C. Green	Vice President & Assistant Treasurer
John H. Masterson	Vice President & Secretary
Jeffrey S. Boone	Vice President & Assistant Secretary
Patricia Hitt Duft	Vice President & Assistant Secretary
Kenneth D. Goetz	Vice President & Assistant Secretary
Robert T. Budenholzer	Vice President & Assistant Secretary
Matthew J. Nicolella	Vice President & Assistant Secretary
Lawrence T. Weiss	Vice President & Assistant Secretary
Joseph A Wuestner	Vice President & Assistant Secretary
C. Stephen Kriegh	Vice President & Assistant Secretary
Matthew K. Harbaugh	Vice President & Chief Financial Officer
Kathleen A. Schaefer	Vice President & Controller
Christine Rebman Cooke	Assistant Secretary
Stephanie Kardasz	Assistant Secretary
Jerad G. Seurer	Assistant Secretary
Deborah L. Davis	Assistant Secretary
Brian D. Lefort	Assistant Secretary
Donald A Lohman	Assistant Secretary