



Lipps Mathias Wexler Friedman LLP

Paul J. Schulz  
Partner  
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03031215

July 18, 2012

**VIA UPS**

Ms. Judith Joustra, Chief  
United States Nuclear Regulatory Commission  
Commercial and R&D Branch  
Division of Nuclear Materials Safety, Region 1  
2100 Renaissance Blvd.  
Renaissance Park  
King of Prussia, Pennsylvania 19406

31-28397-01G

RE: NRD, LLC Materials License ~~31-2897-01G~~ *Nw*

RECEIVED  
REGN1  
2012 JUL 19 AM 10:32

Dear Ms. Joustra:

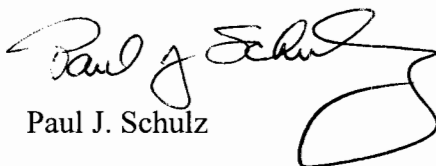
Pursuant to an Equity Interest Purchase Agreement made by and between Mark IV Industries, Inc., NRD, LLC, and NRD Holdings LLC on July 17, 2012, NRD Holdings LLC will acquire all of the membership interests in NRD, LLC. In connection with this transaction, enclosed are letters from NRD, LLC and NRD Holdings LLC requesting the consent of the U.S. Nuclear Regulatory Commission to this proposed transaction.

In the interest of expediting your consideration of the requests contained in the enclosed letters, we are delivering these letters to you by overnight courier instead of by certified mail return receipt requested (as indicated in the enclosed letters) with the consent of counsel to the parties.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

LIPPES MATHIAS WEXLER FRIEDMAN LLP

  
Paul J. Schulz

PJS/dbm

Enc(s).

c: Jeffrey A. Human, Esq.

577947

NMSS/RGN1 MATERIALS-002



NRD, LLC | 800-525-8076  
2937 ALT BOULEVARD | 716-773-7634  
PO BOX 310 | 716-773-7744 FAX  
GRAND ISLAND, NY | www.nrdinc.com  
14072-0310 | sales@nrdinc.com

July 17, 2012

**CERTIFIED MAIL (RETURN RECEIPT REQUESTED)**

Ms. Judith Joustra, Chief  
United States Nuclear Regulatory Commission  
Commercial and R&D Branch  
Division of Nuclear Materials Safety  
Region 1  
2100 Renaissance Boulevard  
Renaissance Park  
King of Prussia, Pennsylvania 19406

Ref: NRD, LLC Materials License 31-28397-01G

Dear Ms. Joustra:

Pursuant to the terms of an Equity Interest Purchase Agreement, the outstanding membership interests in NRD, LLC may be sold to NRD Holdings LLC, within approximately ninety (90) days. In connection with this proposed transaction, I offer the following information in accordance with NUREG-1556 Vol 15.

1. **DESCRIPTION OF TRANSACTION**

NRD Holdings LLC, will acquire all of the membership interest in NRD, LLC, whose name will not change.

Note: This letter is a request to approve the "Change in Control", of the licensee and not a request to transfer any of the licensees to another entity.

2. **CHANGES IN PERSONNEL**

There will be no changes in personnel at NRD, LLC.

3. **CHANGES OF LOCATION, EQUIPMENT & PROCEDURES**

There will be no changes of location, equipment or procedures.

4. **SURVEILLANCE RECORDS**

All records will continue to be maintained by NRD, LLC.

5. DECOMMISSIONING AND RELATED RECORDS TRANSFERS

This item is not applicable.

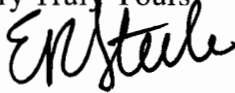
6. TRANSFeree'S COMMITMENT TO ABIDE BY THE  
TRANSFEROR'S COMMITMENTS

Attached is a confirming letter from NRD Holdings LLC, as required.

In compliance with NUREG-1556 Vol 15 we are notifying you in advance of this possible transaction and kindly request your written consent in advance.

If you need further information, please contact me.

Very Truly Yours



Edward R. Steele  
Vice President Finance,  
Treasurer and Secretary

**NRD Holdings LLC  
2243 Corning Road  
Elmira, New York 14903  
(607) 737-8011**

July 17, 2012

**VIA CERTIFIED MAIL**  
**RETURN RECEIPT REQUESTED**

Ms. Judith Joustra, Chief  
United States Nuclear Regulatory Commission  
Commercial and R&D Branch  
Division of Nuclear Materials Safety  
Region 1  
2100 Renaissance Boulevard  
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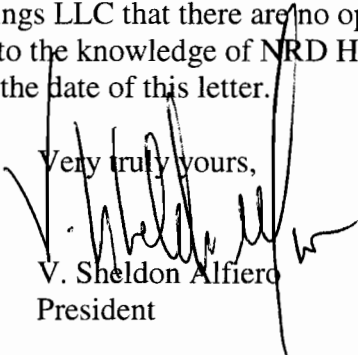
Dear Ms. Joustra:

This letter is submitted to you by NRD Holdings LLC (the "Company") regarding a proposed purchase by the Company of the membership interests in the limited liability company NRD, LLC. The parties contemplate that the transaction will close within the next ninety (90) days.

Pursuant to NUREG-1556, Vol 15, the party assuming control of a licensee is required to agree, in writing, to abide by all statutory, regulatory and licensing provisions imposed upon such licensee. This letter serves as the written agreement of the Company to abide by all constraints, license conditions, requirements, representations and commitments, identified in and attributed to the existing license referenced above during the period the Company is in control of the licensee.

NRD, LLC has represented to NRD Holdings LLC that there are no open inspection or enforcement issues applicable to NRD, LLC and to the knowledge of NRD Holdings LLC, no open inspection or enforcement issues exist as of the date of this letter.

Very truly yours,

  
V. Sheldon Alfiero  
President

This is to acknowledge the receipt of your letter application dated

7-17-12, and to inform you that the initial processing which includes an administrative review has been performed.

Amendment (31-28397-016)  
There were no administrative omissions. Your application was 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

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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** 577947.  
When calling to inquire about this action, please refer to this control number.  
You may call us on (610) 337-5398, or 337-5260.