



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 FOIA, Privacy, and Information Collections Branch (T-5 F53), U.S. Nuclear Regulatory Commission, Washington, DC 20555-0001, or by 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 CURRENT VOLUMES OF THE NUREG-1556 TECHNICAL REPORT SERIES ("CONSOLIDATED GUIDANCE ABOUT MATERIALS LICENSES") FOR DETAILED INSTRUCTIONS FOR COMPLETING THIS FORM: <http://www.nrc.gov/reading-rm/doc-collections/nuregs/staff/sr1556/>. SEND TWO COPIES OF THE COMPLETED APPLICATION TO THE NRC OFFICE SPECIFIED BELOW.

APPLICATION FOR DISTRIBUTION OF EXEMPT PRODUCTS FILE APPLICATIONS WITH:

MATERIALS SAFETY LICENSING BRANCH
DIVISION OF MATERIAL SAFETY, STATE, TRIBAL AND RULEMAKING PROGRAMS
OFFICE OF NUCLEAR MATERIALS SAFETY AND SAFEGUARDS
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
2100 RENAISSANCE BOULEVARD, SUITE 100
KING OF PRUSSIA, PA 19406-2713

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 42-23889-01E
- C. RENEWAL OF LICENSE NUMBER _____

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

TRUGLO, Inc.
525 International Parkway
Richardson, Texas 75081

3. ADDRESS WHERE LICENSED MATERIAL WILL BE USED OR POSSESSED

TRUGLO, Inc.
525 International Parkway
Richardson, Texas 75081

4. NAME OF PERSON TO BE CONTACTED ABOUT THIS APPLICATION

LORRAINE HELLINGHAUSEN

BUSINESS TELEPHONE NUMBER

(972) 774-0300

BUSINESS CELLULAR TELEPHONE NUMBER

(781) 249-5705

BUSINESS EMAIL ADDRESS

lhellinghausen@truglo.com

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.

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

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

10. RADIATION SAFETY PROGRAM.

9. FACILITIES AND EQUIPMENT.

11. WASTE MANAGEMENT.

12. LICENSE FEES (Fees required only for new applications, with few exceptions*)
(See 10 CFR 170 and Section 170.31)

*Amendments/Renewals that increase the scope of the existing license to a new or higher fee category will require a fee.

FEE CATEGORY	N/A	AMOUNT ENCLOSED \$	0.00
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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, 37, 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

Lorraine Hellinghausen, Radiation Safety Officer

SIGNATURE

Lorraine Hellinghausen

DATE

12/30/2016

FOR NRC USE ONLY

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

TRUGLO[®], Inc.
525 International Parkway
Richardson, Texas 75081

p: 972.774.0300
f: 972.774.0323
www.truglo.com

December 30, 2016

Mr. Tomas Herrera, Team Leader
U.S. Nuclear Regulatory Commission
One White Flint North
11555 Rockville Pike
Rockville, MD 20852-2738

Re: Application for Approval of Proposed Change of Control of TRUGLO, Inc.,
NRC License Number 42-23889-01E

Dear Mr. Herrera,

This letter is submitted as an attachment to NRC Form 313, Application for Materials License, submitted on December 30, 2016 by TRUGLO, Inc. ("Licensee"), with respect to NRC License Number 42-23889-01E, Docket Number 030-36055 (the "License"). Licensee seeks approval of an amendment to the License in connection with a proposed change of control (the "Change of Control"). Licensee's consultant, Mr. Sean Chapel with IRSC, Inc., is authorized to interact with the NRC on Licensee's behalf with respect to this application. Licensee's attorney, Mr. Christopher M. McNeill with Block Garden & McNeill, LLP, is also authorized to interact with the NRC on Licensee's behalf with respect to this application.

Description of Proposed Transaction (NUREG 1556, Vol. 15, Section 5.1 and Appendix E, Item 1; Information Notice 89-25, Items 1, 2(a), 2(c) and 2(d))

Licensee's current shareholders intend to transfer all of the issued and outstanding capital stock of Licensee to one or more entities that will be formed as direct or indirect subsidiaries of Frontenac X Private Capital Limited Partnership (together with its affiliates, "Frontenac"). After the consummation of the Change of Control, Frontenac will own a majority of the outstanding equity securities of TruGlo Holdings LLC and certain of Licensee's current shareholders will own a minority of the outstanding equity securities of TruGlo Holdings LLC. TruGlo Holdings LLC will, in turn, own 100% of Licensee's issued and outstanding capital stock through one or more wholly-owned subsidiaries. Charts depicting Licensee's current ownership structure and the proposed resulting ownership structure after the consummation of the Change of Control are included with this letter as Attachment 1. The parties desire to consummate the Change of Control as soon as practicable in late January or early February 2017 after all required regulatory notifications have been made and all required approvals have been obtained.

Licensee and its operations will remain intact after the consummation of the Change of Control. Licensee's name, corporate form and state of incorporation, mailing address,

contact information and phone numbers will remain unchanged after the consummation of the Change of Control. Licensee's designated contact person and telephone numbers under the License will remain unchanged after the consummation of the Change of Control.

Radioactive Material (NRC Form 313, Item 5; NUREG 1556, Vol. 15, Sections 5.4, 5.5, 5.6 and Appendix E, Items 3, 4, 5, 6, 7 and 8; Information Notice 89-25, Items 2(f), 2(g), 2(h), 2(i), 2(j) and 2(k))

There will be no changes in the type, form, quantity, use, possession or storage of licensed materials to be possessed by Licensee after the consummation of the Change of Control. All authorized materials under the License will remain unchanged after the consummation of the Change of Control. There will be no changes in the location, facilities, equipment, radiation safety program, or other procedures related to licensed activities. The responsibility for any cleanup required will remain with Licensee in connection with the Change of Control.

Licensee is not currently required to maintain any decommissioning funding plans or other financial assurance. Licensee will not increase the authorized quantities of licensed materials possessed under the License after the consummation of the Change of Control, and we confirm that no decommissioning funding plan or other financial assurance are required with respect to the License.

Licensee will continue to maintain all records important to decommissioning in the same location as currently permitted by the License following the Change of Control.

Upon the consummation of the Change of Control, all records concerning the safe and effective decommissioning of the facility as applicable to the License will remain with Licensee.

In accordance with Licensee's Quality Assurance / ALARA Program, all required "Swipe Tests" have been performed by Licensee. All records pertaining to such testing have been maintained by Licensee and are current. Such testing has not resulted in any corrective actions that require reporting or completion by Licensee. Licensee's facility has no known contamination, and the most recent State inspection of ambient radiation levels at Licensee's facility reflected only background radiation levels as permitted by the License. All records, including radioactive material inventory and accountability requirements, will be current at the time of the consummation of the Change of Control.

Licensee will continue to abide by all constraints, License conditions, requirements, representations, and commitments attributable to the License after the consummation of the Change of Control.

Licensee has no actions required to be taken to resolve any open inspection and enforcement issues.

Purpose(s) for which Licensed Materials Will Be Used (NRC Form 313, Item 6)

Licensee's use of byproduct, source, and/or special nuclear material, as applicable, will not change after the consummation of the Change of Control. There will be no changes to Licensee's authorized uses of licensed materials, all of which will remain unchanged after the consummation of the Change of Control.

Changes of Personnel (NRC Form 313, Item 7; NUREG 1556, Vol. 15, Section 5.2 and Appendix E, Item 2; Information Notice 89-25, Items 2(b) and 2(e))

The individuals and personnel responsible for Licensee's radiation safety program will not change as a result of the Change of Control. Lorraine Hellinghausen will remain named on the License as the radiation safety officer after the consummation of the Change of Control. All personnel with radiation safety oversight components of Licensee's radiation safety program will remain unchanged after the consummation of the Change of Control. No new individuals will be listed on the License in connection with the Change of Control.

It is anticipated that Licensee's management and personnel will remain unchanged after the consummation of the Change of Control except as follows:

- Licensee's current President, Paul LoRocco, will resign from such role and will become a consultant of Licensee upon the consummation of the Change of Control.
- Ron Ten Berge will become the new Chief Executive Officer of Licensee.
- Licensee's current radiation safety officer, Lorraine Hellinghausen, will continue in such role upon the consummation of the Change of Control.
- Upon the consummation of the Change of Control, Licensee's new Board of Directors will be comprised of Walter C. Florence and Elizabeth C. Williamson on behalf of Frontenac, Ron Ten Berge, Anthony LoRocco (Licensee's current Vice President and General Counsel) on behalf of the existing owners of Licensee, and up to two outside industry executives yet to be determined.

Training for Individuals Working in or Frequenting Restricted Areas (NRC Form 313, Item 8; NUREG 1556, Vol. 15, Section 5.3 and Appendix E, Items 2 and 3; Information Notice 89-25, Item 2(e))

Licensee's radiation safety program and radiation safety training program will remain unchanged after the consummation of the Change of Control. Licensee's procedures relating to the License will remain unchanged after the consummation of the Change of Control.

Facilities and Equipment (NRC Form 313, Item 9; NUREG 1556, Vol. 15, Section 5.3 and Appendix E, Item 3; Information Notice 89-25, Item 2(e))

There will be no changes in Licensee's facilities, equipment, and locations and places of use, including but not limited to the facilities where licensed material is used and stored, with respect to Licensee's licensed activities after the consummation of the Change of

Control. Continuity will be maintained through TruGlo Holdings LLC's ownership of Licensee's facilities and real property.

Radiation Safety Program (NRC Form 313, Item 10; NUREG 1556, Vol. 15, Section 5.3 and Appendix E, Item 3; Information Notice 89-25, Item 2(e))

Licensee's radiation safety program will remain unchanged after the consummation of the Change of Control.

Waste Management (NRC Form 313, Item 11; NUREG 1556, Vol. 15, Appendix E, Item 3)

Licensee's licensed activities do not currently generate any waste, and this will not change after the consummation of the Change of Control.

Conclusion

In summary, Licensee will remain intact and will operate the same ongoing business after the consummation of the Change of Control, and Licensee will have more financial and managerial resources going forward. Only the makeup of Licensee's corporate ownership, Board of Directors and chief executive officer are changing. The composition of Licensee's Board of Directors and its corporate officers will not be adversely affected by the Change of Control. Licensee's name, key personnel (except as otherwise provided in this application), radiation safety officer, headquarters, location, facilities, equipment, surveillance, surveillance records, decommissioning records and requirements, and licensed activities will not change after the consummation of the Change of Control. There will not be any changes in Licensee's use, possession, location or storage of, or procedures with respect to, licensed materials after the consummation of the Change of Control, and Licensee will continue to abide by all commitments contained in the License.

For the reasons stated above, Licensee respectfully requests that the NRC consent to the Change of Control as it relates to the License. Frontenac joins in this request and will so confirm to the NRC under separate cover if requested.

Please contact either the undersigned at (972) 774-0300, Sean Chapel at (781) 767-2176 or Christopher M. McNeill at (214) 866-0990 if Licensee can provide any additional information regarding this application.

Very truly yours,


Lorraine Hellinghausen
Radiation Safety Officer

Attachment

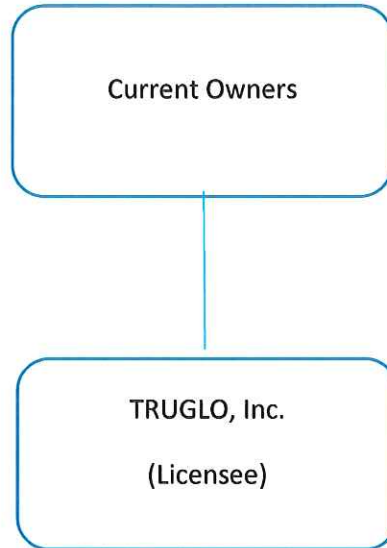


TRUGLO® Inc.
525 International Parkway
Richardson, Texas 75081

p: 972.774.0300
f: 972.774.0323
www.truglo.com

Attachment 1

Part 1 – Current Corporate Structure



Attachment 1

Part 2 – Proposed Post-Closing Corporate Structure

