



Acuren Inspection, Inc.

4566 Abrahamson Rd
Duluth, MN 55811

Phone: 218-336-4668
Cell: 262-649-7066

Materials Engineering & Testing

March 13, 2020

U.S. Nuclear Regulatory Commission – Region III
ATTN: Materials Licensing
2443 Warrenville Road Suite 210
Lisle, IL 60532

SUBJECT: Notification of Completion of Transfer of Control for U.S. Nuclear Regulatory Commission Materials License Number 22-27593-01

To Whom This May Concern:

Acuren Inspection, Inc. (“Acuren”) conducts industrial radiographic testing and inspection services under the U.S. Nuclear Regulatory Commission (the “NRC”) Radioactive Materials License No. 22-27593-01 (the “License”). On October 28, 2019, Acuren provided notice to the NRC of an anticipated transaction (the “Transaction”) to allow the NRC to review and consent to the Transaction pursuant to 10 C.F.R. §§ 30.34(b), and the Nuclear Regulatory Commission Consolidated Guidance About Materials Licenses, NUREG-1556 Volume 15 (“NRC Guidance”).

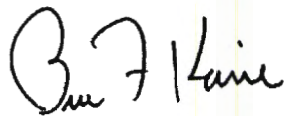
By your letter dated February 11, 2020, NRC consented to the Transaction and requested additional notification of the Transaction’s completion. Accordingly, please let this letter serve as notification that on December 20, 2019, the Transaction was completed as described in Acuren’s October 28, 2019 letter.

Your letter consenting to the transaction requests a “signed copy of the merger agreement confirming completion of the transaction.” However, as described in Acuren’s October 28, 2019 letter, the Agreement and Plan of Merger contemplating the Transaction was dated October 22, 2019, prior to Acuren’s notification to the NRC. No subsequent merger agreement was executed at the closing of the Transaction; rather, at closing the parties fulfilled their earlier (October 22, 2019) agreement. For this reason, there is no merger agreement that confirms *completion* of the Transaction. Accordingly, we are instead enclosing the Certificate of Merger filed with the State of Delaware as confirmation of the Transaction. The Certificate of Merger shows that, as described in Acuren’s October 28, 2019 letter, the contemplated merger of ASP Acuren Merger Sub, Inc. into Rockwood Service Corporation was completed effective December 20, 2019.

If you have any questions or require additional information, please contact David A. Franchina of McGuireWoods LLP, 201 North Tryon Street, Suite 3000, Charlotte, NC 28202, who can be reached by phone at 704-343-2297, or email at DFranchina@mcguirewoods.com.

RECEIVED MAR 24 2020

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Bruce F. Karie". The signature is written in a cursive style with a large initial "B" and "K".

Bruce F. Karie
Corporate Director of Radiation Safety
Acuren Inspection, Inc.

Enclosure

Delaware


The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ASP ACUREN MERGER SUB, INC.", A DELAWARE CORPORATION,
WITH AND INTO "ROCKWOOD SERVICE CORPORATION" UNDER THE NAME OF "ROCKWOOD SERVICE CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTIETH DAY OF DECEMBER, A.D. 2019, AT 11:14 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

2230392 8100M
SR# 20198784003

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

Authentication: 204271488
Date: 12-20-19

CERTIFICATE OF MERGER

OF

ASP ACUREN MERGER SUB, INC.

WITH AND INTO

ROCKWOOD SERVICE CORPORATION

Pursuant to Title 8, Section 251 of the General Corporation Law of the State of Delaware ("Delaware Law"), the undersigned corporation, Rockwood Service Corporation, a Delaware corporation (the "Corporation"), hereby certifies the following information for the purpose of effecting the merger (the "Merger") of ASP Acuren Merger Sub, Inc., a Delaware corporation ("Merger Sub"), with and into the Corporation.

1. The name and state of incorporation of each of the constituent corporations to the Merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Rockwood Service Corporation	Delaware
ASP Acuren Merger Sub, Inc.	Delaware

2. The Agreement and Plan of Merger, dated as of October 22, 2019 (the "Agreement"), by and among ASP Acuren Intermediate Holdings, Inc. ("Parent"), Merger Sub, a wholly owned subsidiary of Parent, the Corporation, RSC Escrow, LLC, a Delaware limited liability company, and Peter O. Scannell, as Stockholder Representative, setting forth the terms and conditions of the Merger, has been approved, adopted, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of Delaware Law.

3. The Corporation shall be the surviving corporation (the "Surviving Corporation") after the Merger, and the name of the Surviving Corporation shall be "Rockwood Service Corporation"

4. At the effective time of the Merger, the certificate of incorporation of the Corporation, as in effect immediately prior to the effective time of the Merger, shall be amended and restated to read as set forth in Exhibit A attached hereto, and, as so amended and restated, shall be the certificate of incorporation of the Surviving Corporation.

5. The Merger shall be effective immediately upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

6. An executed copy of the Agreement is on file at the principal executive offices of the Surviving Corporation, the address of which is 43 Arch Street, Greenwich, Connecticut 06839.

7. A copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either constituent corporation.

[Signature page follows.]

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be signed by an authorized officer as of the 20th day of December, 2019.

ROCKWOOD SERVICE CORPORATION

By: /s/ Talman Pizze
Name: Talman Pizze
Title: President

UPS CampusShip: View/Print Label

1. Ensure there are no other shipping or tracking labels attached to your package. Select the Print button on the print dialog box that appears. Note: if your browser does not support this function select Print from the File menu to print the label.
2. Fold the printed label at the solid line below. Place the label in a UPS Shipping Pouch. If you do not have a pouch, affix the folded label using clear plastic shipping tape over the entire label.
3. GETTING YOUR SHIPMENT TO UPS
Customers with a Daily Pickup
Your driver will pickup your shipment(s) as usual.
- Customers without a Daily Pickup
Take your package to any location of The UPS Store®, UPS Access Point(TM) location, UPS Drop Box, UPS Customer Center, Staples® or Authorized Shipping Outlet near you. Items sent via UPS Return Services(SM) (including via Ground) are also accepted at Drop Boxes. To find the location nearest you, please visit the Resources area of CampusShip and select UPS Locations.
Schedule a same day or future day Pickup to have a UPS driver pickup all your CampusShip packages.
Hand the package to any UPS driver in your area.

UPS Access Point™
CVS STORE # 1290
99 GREENWICH AVE
GREENWICH, CT 06830

UPS Access Point™
THE UPS STORE
15 E PUTNAM AVE
GREENWICH, CT 06830

UPS Access Point™
CVS STORE # 6702
644 W PUTNAM AVE
GREENWICH, CT 06830

FOLD HERE

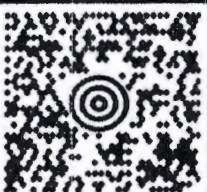
KAREN SCHMALING 1
SPERRY RAIL SERVICE
43 ARCH STREET
GREENWICH CT 06830

0.0 LBS LTR 1 OF 1

RECEIVED MAR 24 2020

SHIP TO:

REGION III MATERIALS LICENSING
US NUCLEAR REGULATORY COMMISSION
SUITE 210
2443 WARRENVILLE ROAD
LISLE IL 60532-4352



IL 603 9-03



UPS NEXT DAY AIR

TRACKING #: 1Z F19 66R 01 9680 3913

1



BILLING: P/P



CS 22.0.11. WNTJNVS0 83-3A 12/2019