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April 2, 2025

Division of Radiological Safety and Security
United States Nuclear Regulatory Commission, Region IV
1600 E. Lamar Boulevard
Arlington, TX 76011-4511
R4licensing@nrc.gov

Re: Application for Approval of Indirect Transfer of Control

Metals Testing Services, Inc. (the "*Licensee*") requests written consent for the indirect transfer of control of U.S. Nuclear Regulatory Commission ("*NRC*") License No. 37-29406-02 (Docket No. 030-38893) (the "*License*") to MTSI LLC, a Delaware limited liability company ("*Buyer*").

The current stockholders of the Licensee, Mark and Brittany Ficek, intend to sell all of Licensee's stock to Buyer. Licensee engages in industrial radiography (not involving any application in lay-barges or off-shore oil or gas platforms or underwater) on temporary jobsites anywhere in the United States where NRC maintains jurisdiction. The Licensee will remain the same legal entity despite this stock sale but will be owned by Buyer instead of its current stockholders.

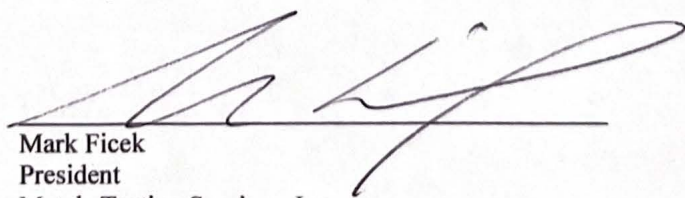
Buyer is a wholly owned subsidiary of MTSI Topco LLC, a Delaware limited liability company ("*Buyer Holdings*"). At the closing of the stock sale, Buyer Holdings will be owned by Mark and Brittany Ficek (25%), the current stockholders of Licensee, and by its U.S. parent company (75%) ("*U.S. Holdings*"). Headquartered in the United Kingdom, the immediate parent company to U.S. Holdings owns six other services businesses that operate throughout the United Kingdom and is ultimately controlled by a British citizen.

This transaction will not impact day-to-day licensed activities. After closing, the License will continue to be held by the Licensee, but with an upstream ownership change as shown in Attachment 1, which presents a simplified organizational chart. The only substantive change to the License will be the transfer of ownership of Licensee's stock to Buyer. The day-to-day senior management and operations under the License will remain unchanged after the closing of the transaction, with operations taking place at the same locations and using the same materials, facilities, procedures and personnel, including the same Radiation Safety Officer. The Licensee's name and tax identification numbers will also remain the same. To assist in NRC's review of the transaction, Attachment 2 presents the information required by the NRC for transfer of control applications under its guidance in NUREG-1556 (Vol. 15, Rev. 1), at Chapter 5 and Appendix E.

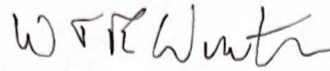
We are prepared to work with NRC staff to support review and approval of this request as expeditiously as possible. In any event, we respectfully request written approval for this indirect transfer of control by April 30, 2025, so that the stock sale transaction can be closed on or around that date.

If you have any questions or comments pertaining to this application, please contact the Licensee's president (Mark Ficek; (406) 860-1323; mark@metaltestingservices.com).

Sincerely,


 Mark Ficek
 President
 Metals Testing Services, Inc.

Division of Radiological Safety and Security
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April 2, 2025
Page 2



William Winter
Authorized Person
MTSI LLC

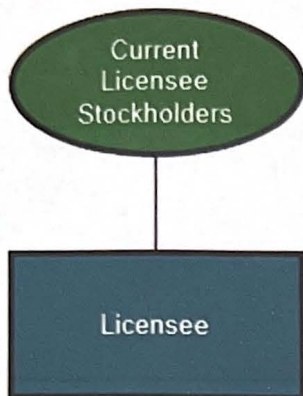
Enclosures: Attachment 1 – Simplified Organizational Chart
 Attachment 2 – Information for Transfer of Control Application

CC: Joel N. Gossner, Esq. (joel.gossner@agg.com)
 Eric E. Nord, Esq. (enord@crislaw.com)

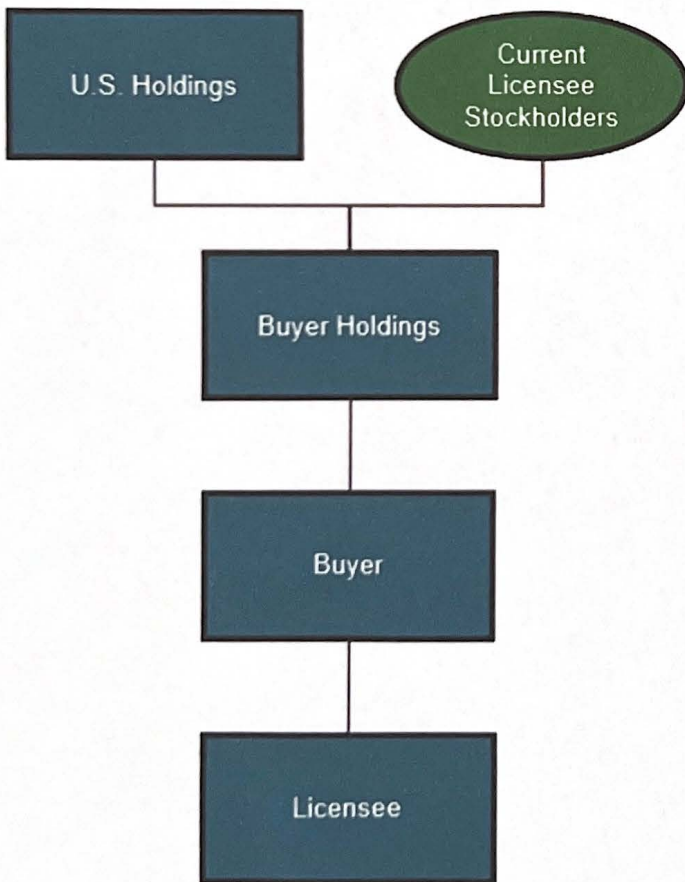
Attachment 1

Simplified Organizational Chart

Pre-Closing



Post Closing



Attachment 2

NUREG 1556 (Vol. 15, Rev. 1), at Chapter 5 and Appendix E (Information Needed for Transfer of Control Application)

This information is submitted consistent with Chapter 5 (Change of Control) and Appendix E (Information Needed for Transfer of Control Application) of NUREG-1556, Vol. 15, Rev. 1, *Consolidated Guidance About Materials Licenses: Guidance About Changes of Control and About Bankruptcy Involving Byproduct, Source, or Special Nuclear Materials Licenses*.

1. Describe any planned changes in the organization, including but not limited to, transfer of stocks or assets and mergers, changes in members on Board of Directors, etc. Provide the new licensee name, mailing address and contact information, including phone numbers. Clearly identify when the amendment request is due to a name change only.

Metals Testing Services, Inc., a Montana corporation (the "Licensee"), holds U.S. Nuclear Regulatory Commission License No. 37-29406-02 (Docket No. 030-38893) (the "License"). The current stockholders of the Licensee, Mark and Brittany Ficek, intend to sell all of Licensee's stock to MTSI, a Delaware limited liability company formed to acquire the stock of Licensee ("Buyer"). Licensee engages in industrial radiography (not involving any application in lay-barges or off-shore oil or gas platforms or underwater) on temporary jobsites anywhere in the United States where NRC maintains jurisdiction. The Licensee will remain the same legal entity despite this stock sale but will be owned by Buyer instead of its current stockholders. While Buyer will be entitled to name the directors on Licensee's board because of this stock sale, Mark Ficek, Licensee's president and a current member of its board, will remain on the board.

Buyer is a wholly owned subsidiary of MTSI Topco LLC, a Delaware limited liability company ("Buyer Holdings"). At the closing of the stock sale, Buyer Holdings will be owned by Mark and Brittany Ficek (25%), the current stockholders of Licensee, and by its U.S. parent company (75%) ("U.S. Holdings"). Headquartered in the United Kingdom, the immediate parent company to U.S. Holdings owns six other services businesses that operate throughout the United Kingdom and is ultimately controlled by a British citizen.

The transaction will not impact day-to-day licensed activities. After closing, the License will continue to be held by the Licensee, but with an upstream ownership change as shown in Attachment 1, which presents a simplified organizational chart. The only substantive change to the License will be the transfer of ownership of the Licensee to Buyer. The day-to-day senior management and operations under the License will remain unchanged after the closing of the transaction, with operations taking place at the same locations and using the same materials, facilities, procedures and personnel, including the same Radiation Safety Officer. The Licensee's name and tax identification numbers will also remain the same.

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

There are no planned changes in personnel or duties that relate to the licensed programs in connection with the indirect transfer. There are no planned changes to the training program or to the training and experience required for new personnel working under the Radiation Safety Officer.

3. Describe any changes in the location, facilities, equipment, radiation safety program, use, possession, waste management, or other procedures that relate to the licensed program.

There are no such planned changes in connection with the transfer of ownership of the Licensee.

4. Describe the status of the licensee's facilities, equipment, and radiation safety program, including any known contamination and whether decontamination will occur prior to transfer.

Include the status of calibrations, leak tests, area surveys, wipe tests, training, quality control, and related records.

The status of the regulated facilities, equipment and radiation safety program will not change in connection with the transfer of ownership in the Licensee. There is no known contamination. All calibrations, leak tests, area surveys, wipe tests, training, quality control, and related records are current.

5. If current decommissioning funding plans (DFP) will be changed as a result of the transfer, the revised DFP should be submitted. If other financial assurance documents will be changed as a result of the transfer, confirm that all financial assurance instruments associated with the license will be held in the transferee's name before the license is transferred, and as required by 10 CFR 30.35(f), the licensee must, within 30 days, submit financial instruments reflecting such changes.

No decommissioning funding plans will be changed as a result of the transfer of ownership in the Licensee, and no other financial assurance documents will be changed as a result of the transfer. All financial assurance instruments associated with the license will continue to be held by in the name of the Licensee.

6. 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.

All records concerning the safe and effective decommissioning of the facility will be retained by the Licensee, which will remain the same legal entity and continue to hold the License.

7. Confirm that both transferor and transferee agree to transferring control of the licensed material and activity, and the conditions of transfer, and that the transferee has been made aware of any open inspection items and its responsibility for possible resulting enforcement actions.

Each of the Licensee and Buyer have agreed to the transfer of control of the licensed material and activity—including the conditions of the transfer—via a change of ownership of the Licensee. There are no open inspection items pertaining to licensed activities.

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

The Licensee will continue to abide by all constraints, conditions, requirements, representations and commitments identified in and attributed to existing licensed activities after the closing of the transaction.

9. The transferee, in the case of fuel cycle facilities, shall provide documentation showing that it is financially qualified to conduct normal operations. The information can be in the form of income statements and balance sheet forecasts.

This question is not applicable to the licensed activities.