



UES Professional Solutions 25, LLC
11816 Lackland Road, Suite 150
St. Louis, MO 63146
T: 314.997.7440

May 1, 2025

Nuclear Materials Licensing Branch
U.S. Nuclear Regulatory Commission, Region III
2443 Warrenville Road, Suite 210
Lisle, IL 60532-4352

Via Electronic Mail

Attn: Laura Cender

**SUBJECT: Application for Approval of Indirect Transfer of Control:
Radioactive Materials License No. 24-24459-01 (Docket No. 030-18640)**

Dear Ms. Cender:

In accordance with the telephone call between you and Lucas Heuerman on April 25, 2025, UES Professional Solutions 25, LLC, formerly known as Geotechnology, LLC, ("Licensee") submits the attached information required by NUREG 1556 for changes of control of radioactive materials licenses (Attachment 1), and this application for U.S. Nuclear Regulatory Commission's ("NRC") consent to a change in control of the above-referenced radioactive materials license. Pursuant to Section 184 of the Atomic Energy Act of 1954, as amended ("AEA"), and 10 CFR § 30.34(b), Licensee and Obsidian Group Acquisitions, Inc., a Delaware corporation ("Obsidian") (collectively, the "Applicants"), hereby formally notify and request NRC's consent to the indirect transfer of NRC Radioactive Materials License No. 24-24459-01 (the "License"). Licensee further requests an amendment to the License to reflect that the Licensee's corporate name has changed from Geotechnology, LLC to UES Professional Solutions 25, LLC.

Pursuant to an acquisition agreement signed on June 30, 2021, Licensee was acquired by Obsidian, resulting in an ownership change over Licensee (the "Acquisition"). Subsequent to the Acquisition, Licensee continues to exist as a separate entity, continues as the holder of the License and continues its operations as before the Acquisition, but as a wholly owned subsidiary of Obsidian. Licensee remains in possession and control of the licensed instruments, and the use of its licensed instruments, its procedures and safety program remain the same as before the acquisition.

Licensee is a Missouri limited liability company headquartered in St. Louis, MO. Licensee uses gauges utilizing radioactive material to provide services related to soil moisture and density testing. The Acquisition has not impacted control over licensed activities, including licensed programs and training programs. The Public health and safety are not compromised by the use of the materials covered by the License. Post-Merger, the day-to-day operations under the License remain unchanged, with operations taking place at the same location and using the same materials, facility, and procedures – all under the same Radiation Safety Officer.

Attachment 2 below presents a simplified organization chart illustrating the ownership of Licensee prior to and following the consummation of the Acquisition.

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The only substantive change relevant to control of the License is the transfer of indirect ownership of the Licensee to Obsidian. Obsidian is a holding company doing business under the trade name "UES". Obsidian owns several engineering firms throughout the United States that currently hold NRC and Agreement State materials licenses; including NRC Materials License number 04-29106-01, held by UES subsidiary Construction Testing and Engineering, Inc, the indirect transfer of which was approved by NRC on November 19, 2024 and NRC Materials License number 09-31368-01, held by UES subsidiary Universal Engineering Sciences, LLC, on December 12, 2024. As such, Obsidian should be considered a "known entity" for the purpose of this license transfer.

At the time of the acquisition, Neither Licensee nor Obsidian was aware that the NRC would consider the Acquisition an indirect transfer of the License. Obsidian has recently instituted training and procedures in connection with its acquisition to fully comply with NRC regulations concerning changes in control of Licensees.

In response to your email of April 16, 2025, and your telephone conversation with Lucas Heuerman of the same date, Attachment 1 hereto presents the information required by the NRC for transfer of control applications under its guidance in NUREG-1556, Volume 15, Appendix E.

Additionally, on July 22, 2024, Geotechnology LLC changed its name to UES Professional Solutions 25, LLC. No change in management, procedures or control of the licensed instruments occurred as a result of this name change. Accordingly, in addition to requesting consent to the change in control as a result of the acquisition of Licensee by Obsidian, Licensee requests an administrative amendment to the License to reflect its corporate name as UES Professional Solutions, 25, LLC. Attachment 3 contains evidence of the formal change of Licensee's name under the limited liability corporation law of Missouri and the amendment of its Certificate of Authority (Foreign Entity) to do business in the Commonwealth of Kentucky by revising its corporate name to UES Professional Solutions 25, LLC.

If you have any questions or comments pertaining to this application, please contact Licensee's counsel for nuclear regulatory matters, M. Stanford Blanton, at Balch & Bingham LLP (205-516-6468, sblanton@balch.com).

Respectfully,
UES Professional Solutions 25, LLC



David A. Edwards, PE/RSO
Senior Vice President, Director of Risk Management

Enclosures: Attachment 1, Simplified Organizational Chart Illustrating the Acquisition

Attachment 2, NUREG-1556, Chapter 5 (Change of Control) and Appendix E (Information Needed for Transfer of Control Application)

Attachment 3, Documentation of Name Change from Missouri Secretary of State's office.

cc:
Lucas Heuerman, Radiation Safety Officer, UES Professional Solutions 25, LLC
M. Stanford Blanton, Balch & Bingham LLP

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I declare under penalty of perjury under the laws of the United States of America that, to the best of my knowledge, the information contained in the above application pertaining to Geotechnology, LLC a UES Company is true and correct.

Executed on May 1, 2025



David A. Edwards, PE
Sr. Vice President, Dir. Of Risk Management
UES Professional Solutions 25, LLC
11816 Lackland Road, Suite 150
St. Louis, MO 63146

May 1, 2025

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I declare under penalty of perjury under the laws of the United States of America that, to the best of my knowledge, the information contained in the above application pertaining to Obsidian Group Acquisitions, Inc. and its subsidiaries and affiliates is true and correct.

Executed on May 1, 2025

DocuSigned by:

Benjamin Butterfield

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Benjamin Butterfield

Secretary and General Counsel

Obsidian Group Acquisitions, Inc.

4205 Vineland Road, Suite L1

Orlando, FL 32811

Attachment 1

**NUREG-1556, Chapter 5 (Change of Control) and Appendix E
(Information Needed for Transfer of Control Application)**

Information Needed For Transfer of Control Application

Include a contact name and either U.S. Nuclear Regulatory Commission (NRC) regional office or Headquarters telephone numbers for follow-up information, as required.

NRC Region: 3 Contact: Laura Cender
Telephone: (630) 829-9712 Laura.Cender@nrc.gov
Fax: ()

Definitions:

Control: Control of a license is in the hands of the person or persons who are empowered to decide when and how that license will be used. That control is to be found in the person or persons who, because of ownership or authority explicitly delegated by the owners, possess the power to determine corporate policy and, thus, the direction of the activities under the license.

Transferee: A transferee is an entity that proposes to purchase or otherwise gain control of an NRC-licensed operation.

Transferor: A transferor is an NRC licensee selling or otherwise giving up control of a licensed operation.

Information Needed for Transfer of Control

Licensees must provide full information and obtain NRC's **prior written consent** before transferring control of the license. Provide the following information concerning changes of control by the applicant (transferor and/or transferee, as appropriate). If any items are not applicable, so state.

1. Describe any planned changes in the organization, including but not limited to, transfer of stocks or assets and mergers, change 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.

RESPONSE: UES Professional Solutions 25, LLC, formerly known as Geotechnology, LLC, a Missouri limited liability company ("Licensee") currently holds U.S. Nuclear Regulatory Commission ("NRC") Radioactive Material License No. 24-24459-01 (the "License"). Licensee is currently wholly owned by Obsidian Group Acquisitions, Inc., a Delaware corporation ("Obsidian") (collectively with Licensee, the "Applicants").

Pursuant to an acquisition agreement signed on June 30, 2021, Licensee was acquired by Obsidian, resulting in an ownership change over Licensee (the "Acquisition"). Subsequent to the Acquisition, Licensee continues to exist as a separate entity, continues as the holder of the License and continues its operations as before the Acquisition, but as a wholly owned subsidiary of Obsidian. Licensee remains in possession and control of the licensed instruments, and the use of its licensed instruments, its procedures and safety program remain the same as before the acquisition.

The Acquisition has not impacted control over licensed activities, including licensed programs and training programs. Public health and safety are not compromised by the use of the materials covered by the License. Post-Merger, the day-to-day operations under the License remain unchanged, with operations taking place at the same location and using the same materials, facility, and procedures – all under the same Radiation Safety Officer.

The only substantive change relevant to control of the License is the transfer of ownership of Licensee to Obsidian. Obsidian is a holding company doing business under the trade name "UES". Obsidian owns several engineering firms throughout the United States that currently hold NRC and Agreement State materials licenses.

The Acquisition has not impacted control over licensed activities, including licensed programs and trainings. Public health and safety are not compromised by the use of the materials covered by the License. Post-Acquisition, the day-to-day operations under the License remain unchanged, with operations taking place at the same location and using the same materials, facility, and procedures – all under the same Radiation Safety Officer.

Additionally, on July 22, 2024, Geotechnology LLC changed its name to UES Professional Solutions 25, LLC. No change in management, procedures or control of the licensed instruments occurred as a result of this name change.

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.

RESPONSE: There are no changes in personnel nor any of the licensed programs, including the training program.

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.

RESPONSE: No such changes have occurred or are planned in connection with the indirect transfer.

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.

RESPONSE: There are no changes in the status of facilities, equipment, or radiation safety program due to the transfer. Licensee is in compliance with respect to calibrations, leak tests, area surveys, wipe tests, training, quality control, and related records. Also, there was no known contamination which required decontamination prior to the transfer.

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.

RESPONSE: Licensee's operations are unchanged. To the extent that a decommissioning funding plan is required, it has not and will not, be changed as a result of the transfer.

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.

RESPONSE: The Applicants confirm that such records, which are current and were current at the time of the transfer, remain with Licensee, which continues 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.

RESPONSE: The Applicants confirm that they have agreed to the indirect transfer. 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.

RESPONSE: Licensee remains the holder of the License after the transfer and continues to abide by all constraints, conditions, requirements, representations, and commitments identified in and attributed to existing licensed activities after closing of the transaction. To the extent applicable, Obsidian agrees to and does abide by all constraints, conditions, requirements, representations, and commitments identified in and attributed to existing licensed activities after 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.

RESPONSE: This question is not applicable to the licensed activities.

Attachment 2

Simplified Organizational Chart Illustrating the Acquisition

Pre-Acquisition

Geotechnology, Inc.

Obsidian Group Acquisitions,
Inc.

Lucas Heuerman, RSO

Post-Acquisition
June 30, 2021

Obsidian Group Acquisitions, Inc.

Geotechnology, LLC
(Geotechnology, Inc. converted to
Geotechnology LLC
effective June 29, 2021)

Lucas Heuerman, RSO

Current

Obsidian Group Acquisitions, Inc.

UES Professional Solutions, LLC
(Geotechnology LLC converted to UES Professional
Solutions 25, LLC on July 22, 2024)

Lucas Heuerman, RSO

Attachment 3

State of Missouri Certificate of Amended Articles of Organization

STATE OF MISSOURI



John R. Ashcroft
Secretary of State

CERTIFICATE OF AMENDED ARTICLES OF ORGANIZATION

WHEREAS,

UES PROFESSIONAL SOLUTIONS 25, LLC
LC1798201

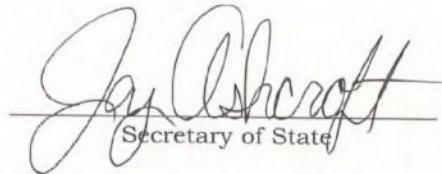
Formerly,

GEOTECHNOLOGY, LLC

filed its amended Articles of Organization with this office and WHEREAS that filing was found to conform to the Missouri Limited Liability Company Act;

NOW, THEREFORE, I, JOHN R. ASHCROFT, Secretary of State of the State of Missouri, by virtue of authority vested in me by law do hereby certify and declare that the above entity's Articles of Organization are amended.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 22nd day of July, 2024.


Secretary of State



From: [Laura Cender](#)
To: [Martha Pavon](#); [Sandy Pavon](#)
Cc: [Tammy Tomczak](#)
Subject: FW: UES Professional Solutions 25, LLC f/k/a/ Geotechnology, LLC - Application for Approval of Indirect Transfer of Control: Radioactive Materials License No. 24-24459-01 (Docket No. 030-18640)
Date: Friday, May 2, 2025 6:30:01 AM
Attachments: UES NRC Region III License Transfer Application - UESPS25. 5.1.25(23697457.6).pdf

Hello Martha and Sandy,

Please see the attached incoming transfer of control request for Geotechnology, LLC. Tammy, please assign this case to me as I am coordinating with RIV who identified this as part of a larger issue they are tracking.

Licensee: Geotechnology, LLC
License No. 24-24459-01
Docket No. 030-18640

Thank you,
Laura

From: Blanton, Stan <SBLANTON@balch.com>
Sent: Thursday, May 1, 2025 1:46 PM
To: Laura Cender <Laura.Cender@nrc.gov>; RidsRgn3MailCenter Resource <RidsRgn3MailCenter.Resource@nrc.gov>
Cc: Ben Butterfield <butterfield@teamues.com>; David Edwards, P.E.* <DEDWARDS@teamues.com>; Caprina Stenson <cstenson@teamues.com>; lheuerman@teamues.com
Subject: [External_Sender] UES Professional Solutions 25, LLC f/k/a/ Geotechnology, LLC - Application for Approval of Indirect Transfer of Control: Radioactive Materials License No. 24-24459-01 (Docket No. 030-18640)

Dear Ms. Cender:

Please accept the attached letter and supporting information in response to your email and telephone call of April 16, 2025 with Lucas Heuerman of UES Professional Solutions 25, LLC f/k/a Geotechnology, LLC, regarding the acquisition of Geotechnology, LLC by Obsidian Group Acquisitions, Inc. The attached includes information required by NUREG 1556, Appendix E and explains the circumstances surrounding the acquisition of the Licensee by Obsidian. Note also that in July of 2024, Geotechnology, LLC amended its articles of incorporation to change its corporate name to UES Professional Solutions 25, LLC. Accordingly the attached letter also requests a license amendment conforming the Licensee to that corporate name change.

Please don't hesitate to contact me if you have any questions or require additional information. I would also appreciate acknowledgement of receipt of this email to assure that we have the correct email address, etc.

Thank you.

Stan Blanton

M. Stanford Blanton
Managing Partner
Balch & Bingham LLP
P.O. Box 306
Birmingham AL 35201
205-226-3417 (office)
205-516-6468 (mobile)



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