

From: Robert Adams, P.E. <radams@buildingandearth.com>

Sent: Friday, November 14, 2025 10:10 AM

To: Randolph Ragland

Subject: [External_Sender] NRC TOC

Attachments: Materials License #21-15281-02, Amd. #15 (Signed).pdf; 653213 Deemed Timely Letter.pdf; NRC Approval Cover Letter (Amendment 11).pdf; Amendment No. 11 to NRC Lic. No. 21-26593-01.pdf

Mr. Ragland,

it was a pleasure speaking with you today.

We are no longer requesting confidentiality, and we have no issue with the notice being published on the website for comment.

You will find attached information about the licenses for G2 Consulting and MTC that are both owned by The Great River Group.

I will follow up with G2 and MTC about license numbers for other states.

Please

Robert Adams, P.E.

Sr. Materials Engineer PE

5545 Derby Drive

Birmingham, AL 35210

o: (205) 836-6300

e: radams@buildingandearth.com

w: buildingandearth.com

PRIVATE AND CONFIDENTIAL

October 24, 2025

Randolph C. Ragland, Jr., CHP
Senior Health Physicist
NRC Region I
475 Allendale Road, Suite 102
King of Prussia, PA 19426
Office: (610) 337-5083
Cell (610) 310-7799
Randolph.Ragland@nrc.gov

RE: Building & Earth Sciences, Inc.
Transfer of Control Application
NRC License No. 01-30971-01

Dear Mr. Ragland:

This letter presents information needed for Transfer of Control in accordance with NUREG-1556, Vol. 15, Rev. 1 and to 9 questions necessary for review presented in Appendix E.

The transaction described herein is a strictly confidential transaction that has not been generally disclosed by Transferee or Transferor. Please do not disclose the existence or contents of this letter to any third parties or to any employees of Transferor (including, without limitation, the applicable RSO), without my prior consent. I am happy to discuss any questions and may be contacted via the phone number listed on the final page of this letter. In the event that the Closing (as defined herein) does not occur for any reason, this letter will be null and void *ab initio*. As described in further detail below, the transaction would not result in an assignment of the License, but would result in an indirect change of control of the license holder. Additionally, due to a change in its legal entity status, the license holder would become a limited liability company rather than a corporation.

Transferee: TMCH Platform Three, LLC ("TMCH3") a Delaware limited liability company.

Transferor: Building & Earth Sciences, Inc.

5455 Derby Drive
Birmingham, AL 35210

1. Planned Changes in Organization:

- a. The management of BUILDING & EARTH SCIENCES, INC. ("BUILDING & EARTH") will remain unchanged except that the principals will now be reporting to a new Board of Directors and shareholders. The Board of Directors and new shareholders will include TMCH Platform Three, LLC ("TMCH3") a Delaware limited liability company, Michael O'Neill and Erik Latterell, each of whom is a U.S. citizen as well as a founder and officer of TMCH3, but these individuals will not be involved in the day-to-day operations of BUILDING & EARTH. The authority to control License activities will remain under the control of Travis Workman as the Radiation Safety Officer. TMCH3, Michael O'Neill and Erik Latterell will not be involved with day-to-day BUILDING & EARTH operations or the License activities.
- b. Although the License is not being assigned, an indirect transfer of control would occur upon the Closing (the "Closing") of a potential transaction under which TMCH3, through its 63% ownership of Great River Group, LLC ("GRG"), would acquire a majority of the outstanding ownership of BUILDING & EARTH from its current owners. The Closing is currently targeted to occur on or about October 31, 2025. Post-Closing, BUILDING & EARTH would still hold the License, with no changes to the employees, equipment, facilities, personnel, and procedures who are responsible for licensed activities. The only change related to licensed activities is that the License held by BUILDING & EARTH would be majority owned by GRG and ultimately by TMCH3 (although all of the current BUILDING & EARTH owners would retain an ownership interest in GRG) , and that, as a result of a legal conversion from a corporation to a limited liability company, Building & Earth Sciences, "Inc." would become known as Building & Earth Sciences, "LLC." Included with this email, please find a pre- and post-Closing organizational chart for BUILDING & EARTH. TMCH3 confirms that it agrees to the indirect change of control and has been made aware of any inspection findings. BUILDING & EARTH, as the holder of the license, will continue to abide by all commitments contained in the license. In addition, upon the closing of the transaction, TMCH3 understands that BUILDING &

EARTH will abide by all commitments made prior to the indirect change of control.

2. Changes in personnel/duties:

- a. No changes in personnel or duties related to our licensed program will occur upon closing of the transaction. Current authorized BUILDING & EARTH personnel will continue to conduct operations in accordance with our license.

3. Changes in location, facilities, equipment, etc.

- a. No changes will be made to the location, facilities, equipment, radiation safety program, use, possession, waste management, or other procedures that relate to the licensed program upon closing of the transaction.

4. Current facilities, equipment, and radiation safety program:

- a. To the best of our knowledge, these items are in compliance with our current license. There are no indications of any contamination as a result of our operations. No decontamination will occur prior to transfer. Calibrations, leak tests, area surveys, wipe tests, training, quality control, and related records are up to date and in compliance with our license.

5. Current Decommissioning Funding Plans (DFP):

- a. Decommissioning will not be necessary upon closing of the transaction.

6. Decommissioning of Facilities:

- a. No decommissioning will occur due to this transaction.

7. Open Inspection Items:

- a. Transferor and Transferee agree to transfer control of the licensed material and activity, and the conditions of transfer. Transferee has been made aware of any open inspection items and its responsibility for possible resulting enforcement actions (however, there are none at this time).

8. Confirmation:

- a.* By signature to this letter, Transferee confirms that the Transferee will abide by all constraints, conditions, requirements, representations, and commitments of the Transferor.

9. Fuel Cycle Facilities:
 - a.* BUILDING & EARTH is not a Fuel Cycle Facility.



5545 Derby Drive
Birmingham, AL 35210
Ph: (205) 836-6300
www.BuildingAndEarth.com

We appreciate your continued assistance and consideration in this matter. If you have any questions or concerns regarding the information presented in this letter, please do not hesitate to contact me at (205) 836-6300.

Respectfully,

BUILDING & EARTH SCIENCES, Inc.

A handwritten signature in black ink that reads 'Robert M. Adams'.

Robert Adams, PE
Chief Materials Engineer, Principal

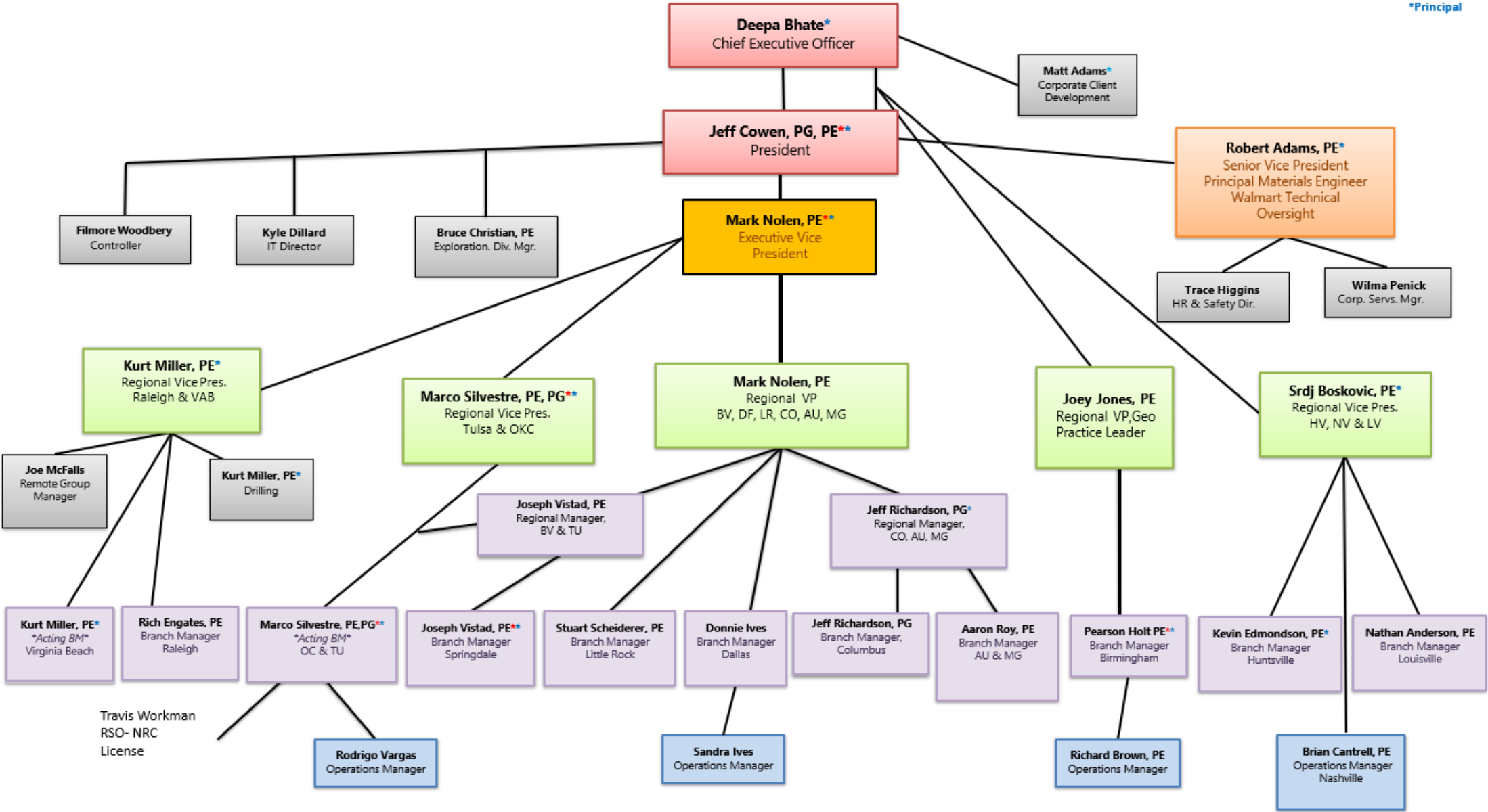
TMCH Platform Three, LLC

A handwritten signature in blue ink that reads 'Michael O'Neill'.

Michael O'Neill
Chairman

Building & Earth Pre Transfer Org Chart

Updated Oct. 2025



Building & Earth Post Transfer Org Chart

Updated Oct. 2025

Post Transfer Org Chart
Michael O'Neil Chairman TMCH Platform Three, LLC

