

02/01/2006 12:01 FAX 312 795 4287

HUDSON HIGHLAND GROUP

002/003

**Hudson**

January 31, 2006

US Nuclear Regulatory Commission  
Region 1,  
Division of Nuclear Materials Safety  
475 Allendale Road  
King of Prussia, PA 19408-1416

Attention: Ms. Judith A. Joustra  
Senior Health Physicist  
Nuclear Materials Safety Branch 2

03029478

Subject: Hudson Global Resource Management NRC License No. 37-27891-01  
Potential Change of Control and Name Change

Dear Ms. Joustra:

This letter is to notify you that Hudson Highland Group, Inc. (HHGP) is considering an asset sale of some of its engineering and energy sector business units. If this transaction is consummated, the transaction will impact one of HHGP's wholly-owned subsidiaries, Hudson Global Resources Management, Inc. (HGRM), a Pennsylvania corporation. Our current best estimate for the transaction is on or about February 16, 2006. Due to HHGP being a publicly traded company and regulated by SEC rules, please also be advised that this information is of a confidential nature and should not be disclosed prior to HHGP's public announcement of same.

HGRM is currently responsible for the management of our Inspection and Testing business unit located in Cheswick, PA. Our Cheswick, PA office maintains all day to day management activities associated with the subject radioactive materials license. Our Cheswick, PA office, including management team, field services personnel, equipment and customer base, will be included in the pending transaction. Consequently, we anticipate there will be a corresponding change of ownership of the NRC license, radioactive materials and related safety program and may be deemed to be a "Change of Control" event.

However, please also be advised and assured that we do not anticipate any change to the day-to-day operations of the business that utilizes the NRC license following the transaction. The transaction will not impact the current executive and middle management teams, RSO, Assistant RSO and field radiographers and the location of use and storage of the licensed materials.

The purchasing organization will be VersaTech Holdings, LLC, a Delaware limited liability company, which will be establishing a wholly-owned subsidiary, VersaTech Engineering, LLC, a Delaware limited liability company, to acquire the assets to be transferred.

The proposed organizational structure between VersaTech Holdings, LLC and VersaTech Engineering, LLC, as well as a list of the anticipated officers and directors of each are set forth on Attachment A.

138332

As previously stated, all licensed materials will continue to be stored at our current facility at 1200 Watercrest Way, Suite 1210, Cheswick, PA 15024. Our Radiation Safety Officer, Mr. Lou Hass, will prepare an application for an amendment to our NRC License to properly reflect the new corporate name once we have received notification of your concurrence with the pending changes.

Upon your receipt of your acknowledgement and response to this notification, and prior to our submittal of an application for amendment, we will provide any additional information regarding records, calibrations, leak tests, surveys, inventories, and accountability requirements. At that time, we will also provide written confirmation from the transferee of their acceptance of liability and commitment to abide by all conditions, constraints and representations as mandated by the subject license.

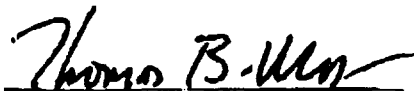
If you have any further questions or concerns about this notification, please continue to direct any correspondence or telephone communications directly to the attention of the undersigned, Mark Fenske. I can be reached at 412-517-7732 or via e-mail at [mark.fenske@hudson.com](mailto:mark.fenske@hudson.com).

Respectfully,



Mark A. Fenske  
Senior Vice President  
Engineering and Scientific Division  
Hudson Global Resources Management, Inc.

Confirmation: Date: 01-31-06



Thomas Moran, President and CEO  
Hudson Global Resources Management, Inc.

Confirmation: Date: 01-31-06

cc: Lou Hass, RSO, HGRM

Structure

VersaTech Engineering Resources LLC, a Delaware limited liability company, is a wholly-owned subsidiary of VersaTech Holdings, LLC, a Delaware limited liability company.

Directors – VersaTech Holdings, LLC and VersaTech Engineering Resources, LLC:

Donald F. DeMuth  
Michael O'Donnell  
Keith W. Pennell

Executive Officers – VersaTech Holdings, LLC:

Michael O'Donnell	President, Chief Executive Officer and Chairman
James Pyden	Chief Financial Officer, Treasurer and Asst. Secretary
Keith W. Pennell	Secretary

Executive Officers – VersaTech Engineering Resources, LLC:

Michael O'Donnell	President, Chief Executive Officer and Chairman
James Pyden	Chief Financial Officer, Treasurer and Asst. Secretary
Keith W. Pennell	Secretary
Tim Bosse	Chief Operating Officer
Mark Fenske	Executive Vice President
Greg Lignelli	Executive Vice President

This is to acknowledge the receipt of your letter/application dated

1/31/2006, and to inform you that the initial processing which includes an administrative review has been performed.

☒ NOTIFICATION 37-27891-01  
There were no administrative omissions. Your application was assigned to a technical reviewer. Please note that the technical review may identify additional omissions or require additional information.

☐ Please provide to this office within 30 days of your receipt of this card

A copy of your action has been forwarded to our License Fee & Accounts Receivable Branch, who will contact you separately if there is a fee issue involved.

Your action has been assigned **Mail Control Number** 138332.  
When calling to inquire about this action, please refer to this control number.  
You may call us on (610) 337-5398, or 337-5260.