



Pillsbury
Winthrop
Shaw
Pittman LLP

2300 N Street NW
Washington, DC 20037-1122

Tel 202.663.8000
Fax 202.663.8007
www.pillsburylaw.com

July 12, 2007

Matias F. Travieso-Diaz
Phone: 202.663.8142
matias.travieso-diaz@pillsburylaw.com

By Overnight Mail

Marcia M. Waldron, Clerk
United States Court of Appeals
For the Third Circuit
21400 United States Courthouse
691 Market Street
Philadelphia, Pennsylvania 19106-1790

RE: *State of New Jersey v. U.S. Nuclear Regulatory Commission,*
Nos. 06-5140, 07-1559, and 07-1756

Dear Ms. Waldron:

Enclosed please find an original and three copies of Shieldalloy Metallurgical Corporation's Response in Opposition to Gloucester County's Motion for Leave to Supplement the Record in the above-captioned cases.

Please date-stamp the enclosed copy of this letter to indicate date of receipt, and return the copy to me in the enclosed postage-paid envelope at your convenience.

Sincerely,

Matias F. Travieso-Diaz
Counsel for Shieldalloy Metallurgical Corporation

Enclosures: As stated

cc: Charles E. Mullins, Esq. ✓
Kathryn Kovacs, Esq.
Kenneth W. Elwell, Esq.
Joseph J. McGovern, Esq.

**UNITED STATES COURT OF APPEALS
FOR THE THIRD CIRCUIT**

STATE OF NEW JERSEY,)	
Petitioner,)	
)	
v.)	Nos. 06-5140, 07-
)	1559 and 07-1756
)	
UNITED STATES NUCLEAR REGULATORY)	
COMMISSION and the)	
)	
UNITED STATES OF AMERICA)	
Respondents.)	
)	

**SHIELDALLOY METALLURGICAL CORPORATION'S
RESPONSE IN OPPOSITION TO GLOUCESTER COUNTY'S
MOTION FOR LEAVE TO SUPPLEMENT THE RECORD**

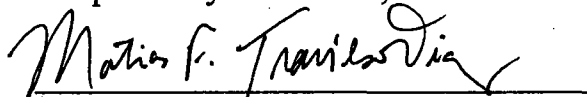
Intervenor Respondent Shieldalloy Metallurgical Corporation

("Shieldalloy") provides its response, pursuant to Rule 27(a)(3) of the Federal Rules of Appellate Procedure, in opposition to Intervenor Petitioner Gloucester County's ("Gloucester") Motion for Leave to Supplement the Record ("Motion") filed on July 3, 2007.

Shieldalloy agrees with, and adopts, the reasons presented in the Federal Respondents' Opposition to Gloucester's Motion, filed on July 11, 2007. In a nutshell, the two documents that Gloucester seeks to add to the record on appeal are not part of "any findings or report on which [the decisions being appealed from] is based" or "part of the proceedings" before

the Nuclear Regulatory Commission ("NRC") on the matters that are the subject of these consolidated appeals, *i.e.*, the lawfulness of the issuance of NUREG-1757 and the appropriateness of the NRC's decision not to grant a hearing on the NUREG as requested by the State of New Jersey. *See* Fed. R. App. P. 16(a)(2), (3). The documents are also not relevant to these appeals because they deal with the specific application of NUREG-1757 to Shieldalloy's Newfield, NJ facility,¹ a matter which is not before the Court at this time, rather than the challenges to the lawfulness of the issuance of NUREG-1757. Therefore, they should not be part of the record on appeal.

Respectfully submitted,



Jay E. Silberg
Matias F. Travieso-Diaz
Robert B. Haemer
PILLSBURY WINTHROP SHAW
PITTMAN LLP
2300 N Street, N.W.
Washington, D.C. 20037
(202) 663-8000
Counsel for Shieldalloy Metallurgical Corp.

Dated: July 12, 2007

¹ The first document is a report on the alleged impact on property values of the proposed decommissioning plan for the Newfield facility. The second consists of statements made at a public meeting in which the decommissioning of the Newfield facility was discussed. Neither document bears on the generic issues raised with respect to NUREG-1757 in these proceedings.

**UNITED STATES COURT OF APPEALS
FOR THE THIRD CIRCUIT**

STATE OF NEW JERSEY,)	
Petitioner,)	
)	
v.)	Nos. 06-5140, 07-
)	1559 and 07-1756
)	
UNITED STATES NUCLEAR REGULATORY)	
COMMISSION and the)	
)	
UNITED STATES OF AMERICA)	
Respondents.)	
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CERTIFICATE OF SERVICE

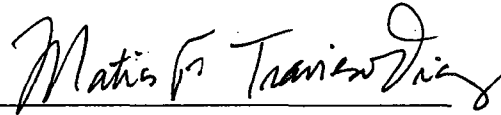
I hereby certify that true copies of the foregoing Shieldalloy Metallurgical Corporation's Response in Opposition to Gloucester County's Motion for Leave to Supplement the Record were served upon the following by United States mail, first class, postage prepaid, on this 12th day of July 2007:

Charles E. Mullins, Esq.
Senior Attorney
Office of the General Counsel
U.S. Nuclear Regulatory Commission
Washington, D.C. 20555

Kathryn Kovacs, Esq.
United States Department of Justice
Environment & Natural Resources
Division
P.O. Box 23795
L'Enfant Plaza Station
Washington, DC 20026

Kenneth W. Elwell, Esq.
Office of Attorney General of New
Jersey
25 Market Street
P.O. Box 093
Trenton, NJ 08625-0093

Joseph J. McGovern, Esq.
Parker McCay, P.A.
Three Greentree Center, Suite 401
7001 Lincoln Drive West
P.O. Box 974
Marlton, NJ 08053-0974

A handwritten signature in cursive script, reading "Matias F. Travieso-Diaz", written over a horizontal line.

Matias F. Travieso-Diaz