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August 30, 2016

REC'D 10901 16AM1004

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

Attention: Mr. Sattar Lodhi

03037788

Subject: System One Holdings, LLC NRC License No. 37-27891-02, Expiration Date 7-31-18  
Pending Change of Control Event / Transfer of Licensed Activities

Dear Mr. Lodhi:

System One Holdings, LLC ("**Licensee**") is party to that certain NRC License No. 37-27891-02 (Expiration Date 7/31/18) (the "**NRC License**").

This letter is to notify you in accordance with NUREG1556, Volume 15, that All Systems Holding LLC ("**Parent**"), the parent company of Licensee, is in the process of negotiating a transaction (the "**Parent Transaction**") that will potentially result in its majority shareholder, MidOcean Partners, LLC ("**MidOcean**") selling approximately 76% of the equity of Licensee's Parent to another U.S. private equity firm, Thomas H. Lee Partners (**T.H. Lee**). T.H. Lee is a U.S. private equity firm headquartered in Boston, MA that specializes in middle market investments in the United States. T.H. Lee primarily invests in three target sectors: Business and Financial Services; Consumer and Healthcare; and Media and Information Services.

Following the consummation of the Parent Transaction, the current holders of Parent's securities, will continue to hold approximately 24% of Parent and T.H. Lee will own approximately 76% of Parent. Exhibit A to this letter sets forth the anticipated capitalization of Parent following consummation of the Parent Transaction. Licensee will continue to be a wholly-owned subsidiary of Parent following the Parent Transaction. Further, it is not anticipated there will be any change to Licensee's corporate EIN number. The name of the Licensee will continue to be System One Holdings, LLC following the consummation of the Parent Transaction.

The executive officers of Licensee will not change as a result of the Parent Transaction. At least two of the five members of the Parent's board of managers will continue on to serve as members of the board of managers of Parent following the Parent Transaction.

The pending Parent Transaction WILL NOT impact the operating structure of Licensee specific to:

1. current executive management team or structure
2. senior operations staff and radiation safety management personnel
3. corporate headquarters
4. primary location(s) of our US NRC and PA DEP licensed activities

Licensee's Quality Solutions and Nondestructive Testing business unit, located in Cheswick, PA, which maintains the responsibility for its Industrial Radiography Testing Services, including Licensee's radioactive materials, licensed activities, equipment and radiation safety program in accordance with US NRC and PA DEP standards will remain unchanged. We do not anticipate any

change to the day-to-day operations of the business that utilizes the subject NRC Radioactive Materials license following the Parent Transaction. The Parent Transaction will NOT materially impact:

1. Radiation Safety Officer (RSO);
2. Assistant RSO;
3. Security (Trust & Reliability) Officer
4. Field radiographers;
5. Training processes;
6. Location, use or storage of the licensed materials;
7. Operating Procedures or Safety Manuals

Upon our receipt of your acknowledgement and response to this notification, we will be prepared to schedule a conference call or provide addition correspondence with you or any other appropriate NRC representative to discuss our continued understanding of our obligations for maintenance of a positive safety culture, records management, calibrations, leak tests, surveys, inventories, and accountability requirements, etc.

The signatures below of the authorized executive officers of Licensee shall serve to confirm (1) the intentions of respective parties relevant to the pending Parent Transaction and (2) that the executive management of Licensee is fully aware of the specific obligations as defined by the NRC that are the basis for the possession and operation of controlled radioactive materials and license. This letter shall further serve to confirm that Licensee understands and agrees to continue to abide by all constraints, conditions, requirements, commitments and representations identified in the existing NRC License referenced above and consistent with our administration of our NRC-regulated activities for the past 3 decades.

Our current best estimate for completion of the Parent Transaction is on or about September 1, 2016. Please be advised that this information is of a confidential and proprietary nature and should not be disclosed prior Licensee's public announcement of same. Please feel free to contact me directly if you have any further questions or concerns about the Parent Transaction or other items.

Respectfully,

On behalf of System One Holdings, LLC

Mark A. Fenske  
Executive Vice President  
12 Federal Street, Suite 205  
Pittsburgh, PA 15212  
412-995-1912  
412-841-5191

Signature Mark A. Fenske

Date 8-30-16

Dan Moran  
Chief Financial Officer  
12 Federal Street, Suite 205  
Pittsburgh, PA 15212  
412-995-1927  
412-330-9208

Signature [Signature]

Date 8.30.16

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**Exhibit A**

**System One Holdings, LLC**

**Executive Officers:**

<b>Troy Gregory</b>	<b>Chief Executive Officer and President</b>
<b>Greg Lignelli</b>	<b>Chief Operating Officer</b>
<b>Mark Fenske</b>	<b>Executive Vice President</b>
<b>Dan Moran</b>	<b>Chief Financial Officer</b>



## ACKNOWLEDGEMENT - RECEIPT OF CORRESPONDENCE

## Name and Address of Applicant and/or Licensee

Mark A. Fenske  
Executive Vice President  
12 Federal Street, Suite 205  
Pittsburgh, PA 15212

## Date

September 02, 2016

## License Number(s)

37-27891-02

## Mail Control Number(s)

591844

## Licensing and/or Technical Reviewer or Branch

Commercial, Industrial, R&amp;D, and Academic Branch

This is to acknowledge receipt of your: ☒ Letter and/or ☐ Application Dated: August 30, 2016

The initial processing, which included an administrative review, has been performed.

☒ Amendment ☐ Termination ☐ New License ☐ Renewal

☒ There were no administrative omissions identified during our initial review.

☐ This is to acknowledge receipt of your application for renewal of the material(s) license identified above. Your application is deemed timely filed, and accordingly, the license will not expire until final action has been taken by this office.

☐ Your application for a new NRC license did not include your taxpayer identification number. Please complete and submit NRC Form 531, Request for Taxpayer Identification Number, located at the following link: <http://www.nrc.gov/reading-rm/doc-collections/forms/nrc531.pdf>  
Follow the instructions on the form for submission.

☐ The following administrative omissions have been identified:

Your application has been assigned the above listed MAIL CONTROL NUMBER. When calling to inquire about this action, please refer to this control number. Your application has been forwarded to a technical reviewer. Please note that the technical review, which is normally completed within 180 days for a renewal application (90 days for all other requests), may identify additional omissions or require additional information. If you have any questions concerning the processing of your application, our contact information is listed below:

Region I  
U. S. Nuclear Regulatory Commission  
Division of Nuclear Materials Safety  
2100 Renaissance Boulevard, Suite 100  
King of Prussia, PA 19406-2713  
(610) 337-5260, (610) 337-5313,  
(610) 337-5398, (610) 337-5239