

25 October 2016

Mr. Hipolito Gonzalez, Chief  
Mail Stop T-8E18  
Materials Safety Licensing Branch  
Division of Material Safety, State, Tribal, and Rulemaking Programs  
Office of Nuclear Material Safety and Safeguards  
U.S. Nuclear Regulatory Commission  
11545 Rockville Pike  
Rockville, MD 20852

Dear Mr. Gonzalez:

I am enclosing NRC Form 313 requesting an amendment of NRC License 32-23947-01E and Sealed Source and Device Certificate No. NR-1280-D-101-E. This amendment request details a pending merger within the company affecting the referenced license. Subject to review and confirmation by the Nuclear Regulatory Commission ("NRC"), this amendment request is due to a name change only.

If you have any questions or require additional information, please contact me directly at 980.235.2409.

Sincerely



Camille Gagnon  
HSE Manager

Enc: NRC Form 313

### Information Needed for Transfer of Control Application

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 license name, mailing address and contact information, including phone numbers. Clearly identify when the amendment request is due to a name change only.*

**Response:** Chemring Detection Systems, Inc. ("CDS") and Non-Intrusive Inspection Technology, Inc. ("NIITEK") each are wholly-owned operating subsidiaries of their parent company, CHG Group, Inc. ("CHG Group"). CDS and NIITEK currently operate as separate corporate entities though they operate within the same business sector. A decision has been made to formally merge the two companies to integrate CDS and NIITEK from a legal perspective.

In connection with the merger, NIITEK will change its name to Chemring Sensors and Electronic Systems, Inc. ("CSES"). CDS will merge with and into CSES. CSES will from that point forward reflect the combined assets, liabilities and other obligations of both the CDS and NIITEK businesses. CDS will by operation of corporate law cease to exist as a separate corporate entity. Attachment 1 contains a copy of the "Application for Certificate of Withdrawal by Reason of Merger, Consolidation or Conversion" that will be submitted to the State of North Carolina.

The directors and officers of each of CDS and NIITEK currently are the same for each entity and the directors and officers of CSES will remain the same after the merger. As a result, there will be no changes to the directors or officers of CDS upon the occurrence of the merger except that they will become directors and officers of the combined CSES entity. Attachment 2 contains a copy of the "Application for Certificate of Authority" that will be submitted to the State of North Carolina.

Prior to the merger, CHG Group owns 100% of the equity interests of each of CDS and NIITEK. Ownership after the merger will remain the same with CHG Group, Inc. owning 100% of the equity interests of CSES. The tentative closing date for the merger is October 31, 2016, the last date of the fiscal year for CHG Group, CDS and NIITEK.

The business will be operated in substantially the same manner going forward as it was by CDS prior to the merger. The new name of the business will be Chemring Sensors and Electronic Systems, Inc. and the Employer Identification Number will change to 31-1744504.

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:** Several internal management changes have occurred since the last revision in 2011. The site Radiation Safety Officer is Jessica Brown, Laboratory Manager. Camille Gagnon, HSE Manager/Asst. RSO is the site lead for regulatory and permitting matters.

3. *Describe any changes in the location, facilities, equipment, and radiation safety program, use, possession, waste management, or other procedures that relate to the licensed program.*

**Response:** There are no changes to location, facilities, equipment, radiation safety program, use, possession, waste management or other procedures related to the licensed program. A license amendment has been submitted to the North Carolina Department of Environment & Natural Resources, Radiation Protection Section to amend Radioactive Materials License 060-1314-1 to reflect the pending change in ownership. A copy of the amendment request is included as Attachment 3.

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 is no known contamination in the licensed facilities or equipment. There have been no instances of exposure to personnel. All records required by the license are maintained, and will continue to be maintained at the facility and in accordance with the license.

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:** Does not apply.

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:** Does not apply.

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:** Chemring Detection Systems Inc. is not aware of any open inspection items or resulting enforcement actions associated with the existing license 32-23947-01E. Therefore Chemring Sensors and Electronic Systems Inc. is not required, at this time, to have a plan to take actions associated with open inspection items or resulting enforcement actions that occurred prior to the transfer. In the event that any inspection items are identified, Chemring Sensors and Electronic Systems Inc. will take appropriate actions to ensure timely closure.

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:** Chemring Sensors and Electronic Systems Inc. will abide by all constraints, license conditions, requirements, representations, and commitments identified in existing license 32-23947-01E and Sealed Source and Device Certificate No. NR-1280-D-101-E granted to Chemring Detection Systems Inc.

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:** Does not apply.



**Attachment 1.**

NC Department of Secretary of State  
Application for Certificate of Withdrawal by Reason of Merger, Consolidation or Conversion"

**State of North Carolina  
Department of the Secretary of State**

**APPLICATION FOR CERTIFICATE OF WITHDRAWAL  
BY REASON OF MERGER, CONSOLIDATION  
OR CONVERSION**

Pursuant to §55-15-21, §55A-15-21, § 57D-7-21, § 59-91 or § 59-909, of the General Statutes of North Carolina as applicable, the undersigned entity, as the surviving or resulting entity in a statutory merger, consolidation or conversion hereby applies to the Secretary of State for a Certificate of Withdrawal for the foreign entity(ies) authorized to transact business or conduct affairs in the State of North Carolina named below, whose separate existence has ceased as a result of the merger, consolidation or conversion, and for that purpose submits the following statement:

1. The name of the surviving or resulting entity is:

Chemring Sensors and Electronic Systems, Inc.

- a. The surviving or resulting entity is incorporated, formed or created under the laws of:

Virginia

- b. The type of entity of the surviving or resulting entity: corporation

2. The surviving or resulting entity is not authorized to transact business or conduct affairs in the State of North Carolina.
3. The name of the merging or converted foreign entity authorized to transact business in North Carolina, its fictitious name used in the State of North Carolina, if different from its official name, the state or country under whose law the entity was incorporated, formed or created, and the type of entity of the foreign entity.

Official Name	Chemring Detection Systems, Inc.
Fictitious Name, if any	
State or Country	Delaware
Type of Entity	corporation

4. The surviving or resulting entity hereby consents that service of process based on any cause of action arising in the State of North Carolina, or arising out of business transacted or affairs conducted in this State during the time each foreign entity was authorized to transact business or conduct affairs in this State may thereafter be made by service thereof on the Secretary of State.

5. The mailing address to which the Secretary of State may mail a copy of any process served pursuant to the paragraph above is:

C/O: CT Corporation

Address: 150 Fayetteville St., PO Box 1011

City, State, Zip Code: Raleigh, NC 27602-1011

6. The surviving or resulting entity hereby agrees to file a statement of any subsequent change in its mailing address with the Secretary of State.
7. Attached hereto is a copy of the articles of merger, consolidation or conversion or a certificate reciting the facts of the merger, consolidation or conversion duly authenticated by the Secretary of State or other official having custody of records of such entities in the state or country under the laws of which such merger was effected.
8. This application will be effective upon filing, unless a date and/or time is specified here: \_\_\_\_\_

This the 31st day of October, 2016.

Chemring Sensors and Electronic Systems, Inc.

Name of Surviving/Resulting Entity

Signature

Joshua Golden, Chief Financial Officer

Type or Print Name and Title

#### NOTES

1. Filing fee is \$10. This application must be filed with the Secretary of State. The application must be accompanied by a copy of the articles of merger, consolidation or conversion or a certificate reciting the facts of the merger, consolidation or conversion duly authenticated by the Secretary of State or other official having custody of the records of such entities in the state or country under the laws of which the foreign entity was organized, incorporated or created.
2. This form is to be used only if the surviving corporation is not authorized to transact business or conduct affairs in North Carolina.

**Attachment 2.**

NC Department of Secretary of State  
Application for Certificate of Authority

**State of North Carolina  
Department of the Secretary of State**

**APPLICATION FOR CERTIFICATE OF AUTHORITY**

Pursuant to §55-15-03 of the General Statutes of North Carolina, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of North Carolina, and for that purpose submits the following:

1. The name of the corporation is Chemring Sensors and Electronic Systems, Inc.; and if the corporate name is unavailable for use in the State of North Carolina, the name the corporation wishes to use is:

2. The state or country under whose laws the corporation was organized is: Virginia

3. The date of incorporation was 9/1/2000; its period of duration is: perpetual

4. Principal office information: (*Select either a or b.*)

a. ☒ The corporation has a principal office.

The street address and county of the principal office of the corporation is:

Number and Street 23031 Ladbroke Drive

City, State, Zip Code Sterling, VA 20166 County Loudoun

The mailing address, *if different from the street address*, of the principal office of the corporation is:

b. ☐ The corporation does not have a principal office.

5. The street address and county of the registered office in the State of North Carolina is:

Number and Street 150 Fayetteville Street

City, State, Zip Code Raleigh, NC 27602-1011 County Wake

6. The mailing address, *if different from the street address*, of the registered office in the State of North Carolina is:  
PO Box 1011, Raleigh, NC 27602-1011

7. The name of the registered agent in the State of North Carolina is: CT Corporation

8. The names, titles, and usual business addresses of the current officers of the corporation are (attach if necessary):

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Steven Cummings	President	4205 Westinghouse Commons Drive, Charlotte, NC 28373
Joshua Golden	CFO and Secretary	4205 Westinghouse Commons Drive, Charlotte, NC 28373

9. Attached is a Certificate of Existence (or document of similar import) duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country of incorporation. **The Certificate of Existence must be an original and less than six months old.**



***APPLICATION FOR CERTIFICATE OF AUTHORITY***

***Page 2***

10. If the corporation is required to use a fictitious name in order to transact business in this State, a copy of the resolution of its board of directors, certified by its secretary, adopting the fictitious name is attached.

11. This application will be effective upon filing, unless a delayed date and/or time is specified: \_\_\_\_\_

This is the 31 day of October, 20 16

Chemring Sensors and Electronic Systems, Inc.  
Name of Corporation

\_\_\_\_\_  
Signature

Joshua Golden, Chief Financial Officer  
Type or Print Name and Title

NOTES:

1. Filing fee is \$250. This document must be filed with the Secretary of State.

**Instructions for Filing**

**APPLICATION FOR CERTIFICATE OF AUTHORITY**

*(Form B-09)*

- Item 1** Enter the complete name of the corporation exactly as it appears in the records of the appropriate official in the state or country of incorporation. If the name cannot be used in North Carolina, enter the name (including a corporate ending) that it wishes to use in North Carolina.
- Item 2** Enter the state or country of incorporation.
- Item 3** Enter the date of incorporation and the period of duration.
- Item 4** Select item "a" if the corporation has a principal office. Enter the complete street address of the principal office and the county in which it is located. If mail is not delivered to the street address of the principal office or if you prefer to receive mail at a P.O. Box or Drawer, enter the complete mailing address of the principal office.
- Select item "b" if the corporation does not have a principal office.
- Item 5** Enter the complete street address of the corporation's registered office and the county in which it is located.
- Item 6** Enter the complete mailing address of the corporation's registered agent, only if mail is not delivered to the street address above or if you prefer to receive mail at a P. O. Box or Drawer.
- Item 7** Enter the name of the registered agent. The registered agent must be a North Carolina resident, an existing domestic business corporation, nonprofit corporation or limited liability company, or a foreign business corporation, nonprofit corporation or limited liability company authorized to transact business or conduct affairs in North Carolina.
- Item 8** Enter the names, titles, and usual business address of the current officers of the corporation.
- Item 9** See Form
- Item 10** See Form
- Item 11** The document will be effective on the date and at the time of filing, unless a delayed date or an effective time (on the date of filing) is specified. If a delayed effective date is specified without a time, it will be effective at 11:59:59 p.m. A delayed effective date may be specified up to and including the 90<sup>th</sup> day after the day of filing.

**Date and Execution**

Enter the date the document was executed.

In the blanks provided enter:

- The name of the corporation as it appears in Item 1
- The signature of the representative of the corporation executing the document (may be the chairman of the board of directors or any officer of the corporation).
- The name and title of the above-signed representative.

**Attachment 3.**

North Carolina DENR, Radiation Protection Section Application  
to amend Radioactive Materials License 060-1314-1

19 October 2016

Mr. Randy Crowe  
RAM Branch - Licensing  
NC Radiation Protection  
1645 Mail Service Center  
Raleigh, NC 27699-1600

Dear Mr. Crowe:

Chemring Detection Systems, Inc. ("CDS") and Non-Intrusive Inspection Technology, Inc. ("NIITEK") each are wholly-owned operating subsidiaries of their parent company, CHG Group, Inc. ("CHG Group"). CDS and NIITEK currently operate as separate corporate entities though they operate within the same business sector. A decision has been made to formally merge the two companies to integrate CDS and NIITEK from a legal perspective. Subject to review and confirmation by the Nuclear Regulatory Commission ("NRC"), this amendment request is due to a name change only.

In connection with the merger, NIITEK will change its name to Chemring Sensors and Electronic Systems, Inc. ("CSES"). CDS will merge with and into CSES. CSES will from that point forward reflect the combined assets, liabilities and other obligations of both the CDS and NIITEK businesses. CDS will by operation of corporate law cease to exist as a separate corporate entity.

The directors and officers of each of CDS and NIITEK currently are the same for each entity and the directors and officers of CSES will remain the same after the merger. As a result, there will be no changes to the directors or officers of CDS upon the occurrence of the merger except that they will become directors and officers of the combined CSES entity.

Prior to the merger, CHG Group owns 100% of the equity interests of each of CDS and NIITEK. Ownership after the merger will remain the same with CHG Group, Inc. owning 100% of the equity interests of CSES. The tentative closing date for the merger is October 31, 2016, the last date of the fiscal year for CHG Group, CDS and NIITEK.

The business will be operated in substantially the same manner going forward as it was by CDS prior to the merger. The new name of the business will be Chemring Sensors and Electronic Systems, Inc. and the Employer Identification Number will change to 31-1744504. The management team will remain unchanged at the local site, with Jessica Brown remaining in place as the site Radiation Safety Officer. Camille Gagnon will continue in the role of HSE Manager and Assistant Radiation Safety Officer and the site lead for regulatory and permitting matters. The products produced are not changing, and the radiation sources referenced in the license are not changing. All procedures, practices, and policies regarding the use of radiation sources will remain unchanged except for the name of the entity. Ownership will remain the same as prior to the merger.

In regard to items 9E and 9F on the attached form, I confirm that all applicable records concerning safety, decommissioning, surveys and methods will remain with the business as part of this transaction. I also confirm that the transferee will abide by all of the constraints, conditions, requirements, and commitments of the current license.

If you have any questions or require additional information, please contact me directly at 980.235.2409.

Sincerely



Camille Gagnon  
HSE Manager

4205 Westinghouse Commons Drive Charlotte, NC 28273 USA  
Telephone: +1 980 235 2200 Facsimile: +1 980 235 2397



**GUIDANCE ON CHANGE OF CONTROL OF OWNERSHIP**

**INSTRUCTIONS:** Read this guidance carefully. Mail **ONE** copy along with any attachments to: **Branch Manager, Radioactive Materials Branch, Radiation Protection Section, 1645 Mail Service Center, Raleigh, N.C., 27699-1645**. Upon review of the information contained herein or attached to this document, the agency will inform the licensee in writing of its determination. **IF** the agency determines that issuance of a new license is required, the application **MUST** be submitted as prescribed by agency regulations.

**INTRODUCTION:**

15A NCAC 11 .0338(b) states "No license issued or granted pursuant to this Section and no right to possess or utilize radioactive material granted by any license issued pursuant to this Section shall be transferred, assigned, or in any manner disposed of, either voluntarily or involuntarily, directly or indirectly, through transfer of control of any license to any person unless the agency, after securing full information, finds that the transfer is in accordance with the provisions of the Act, and gives its consent in writing."

In general, control over licensed activities can be viewed as the authority to decide when and how that license (including all licensed materials and activities) will be used. This regulation also means that a license is not an "asset" which can be "sold" during any change of ownership interaction. A change of ownership may not necessarily constitute a change of control, depending on whether the authority over the license has transferred from one person to another.

The agency has developed the following guidance to assist licensees with change of control issues. Read the form carefully and submit all required information.

The agency will review the information submitted and make a determination as to whether the license may be amended to incorporate the information or whether a new license application needs to be submitted. You will be informed **IN WRITING** of the agency's decision in this matter.

**DEFINITIONS:**

**Control:** Control of the 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 a licensed operation.

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

Licensees must provide full information and obtain the agency's **PRIOR WRITTEN CONSENT** before transferring control of the license. The agency will make a determination on whether or not the existing license can be amended or the issuance of a new license is required.

1. License No.: 060-1314-1	2. Licensee name: (if this is a name change, see also Item 9.A. below) Chemring Sensors and Electronic Systems Inc.	Name Change? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
3. Amendment No. listed on current license: 17	4. Expiration Date 04/30/19	
5. Physical Address:	4205 Westinghouse Commons Drive Charlotte, NC 28273-3864	New address? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
6. Mailing Address:	4205 Westinghouse Commons Drive Charlotte, NC 28273-3864	New address? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
7. Radiation Safety Officer (as listed on current license):	Jessica Brown	Telephone Number (980) 235-2313 Facsimile Number (980) 235-2399
8. Name, title, and telephone number of person to be contacted (if other than RSO):	Camille Gagnon, HSE Manager/Asst. RSO	Telephone Number (980) 235-2409 Facsimile Number (980) 235-2399

**GUIDANCE ON CHANGE OF CONTROL OF OWNERSHIP**

9. Description of information required to make determination. Attach information as necessary. If any items are not applicable, so state.	Attached	NC*	N/A	Description
For Items E. and/or F. attach confirmation to this form or state "N/A"	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	A. Provide a complete description of the transaction (transfer of stocks or assets, or merger). Indicate whether the name has changed and include the new name and appropriate documentation from the N.C. Secretary of State's Office.
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	B. Describe any changes in personnel or duties that relate to the licensed program. Include training and experience for new personnel
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	C. Describe any changes in the organization, location, facilities, equipment or procedures that relate to the licensed program.
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	D. Describe the status of the surveillance program (surveys, wipe tests, quality control) at the present time and the expected status at the time that control is to be transferred.
	<input type="checkbox"/>		<input checked="" type="checkbox"/>	E. Confirm that all records concerning the safe and effective decommissioning of the facility will be transferred to the transferee or to the agency as appropriate. These records include documentation of surveys of ambient radiation levels and fixed and/or removable contamination, including methods and sensitivity.
	<input type="checkbox"/>		<input checked="" type="checkbox"/>	F. Confirm that the transferee will abide by all constraints, conditions, requirements and commitments of the transferor or that the transferee will submit a complete description of the proposed licensed program.

\* NC means "No Change"

**CERTIFICATION (MUST be completed by in all cases)**

10. The licensee and any official executing this certificate on behalf of the licensee named in Item 2. above, certify that all information contained herein, including any supplements attached hereto, has been prepared in conformity with all applicable North Carolina Laws and Regulations and is true and correct to the best of our knowledge and belief.

BY:



Signature of Certifying Official

19 Oct 2016

Date Signed

CAMILLE GABNOW HSE Manager

Printed Name and Title of Certifying Official



Instructions for Filing

**APPLICATION FOR CERTIFICATE OF AUTHORITY**

(Form B-09)

- Item 1** Enter the complete name of the corporation exactly as it appears in the records of the appropriate official in the state or country of incorporation. If the name cannot be used in North Carolina, enter the name (including a corporate ending) that it wishes to use in North Carolina.
- Item 2** Enter the state or country of incorporation.
- Item 3** Enter the date of incorporation and the period of duration.
- Item 4** Select item "a" if the corporation has a principal office. Enter the complete street address of the principal office and the county in which it is located. If mail is not delivered to the street address of the principal office or if you prefer to receive mail at a P.O. Box or Drawer, enter the complete mailing address of the principal office.  
Select item "b" if the corporation does not have a principal office.
- Item 5** Enter the complete street address of the corporation's registered office and the county in which it is located.
- Item 6** Enter the complete mailing address of the corporation's registered agent, only if mail is not delivered to the street address above or if you prefer to receive mail at a P. O. Box or Drawer.
- Item 7** Enter the name of the registered agent. The registered agent must be a North Carolina resident, an existing domestic business corporation, nonprofit corporation or limited liability company, or a foreign business corporation, nonprofit corporation or limited liability company authorized to transact business or conduct affairs in North Carolina.
- Item 8** Enter the names, titles, and usual business address of the current officers of the corporation.
- Item 9** See Form
- Item 10** See Form
- Item 11** The document will be effective on the date and at the time of filing, unless a delayed date or an effective time (on the date of filing) is specified. If a delayed effective date is specified without a time, it will be effective at 11:59:59 p.m. A delayed effective date may be specified up to and including the 90<sup>th</sup> day after the day of filing.
- Date and Execution**  
Enter the date the document was executed.  
In the blanks provided enter:
- The name of the corporation as it appears in Item 1
  - The signature of the representative of the corporation executing the document (may be the chairman of the board of directors or any officer of the corporation).
  - The name and title of the above-signed representative.

State of North Carolina  
Department of the Secretary of State

**APPLICATION FOR CERTIFICATE OF AUTHORITY**

Pursuant to §55-15-03 of the General Statutes of North Carolina, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of North Carolina, and for that purpose submits the following:

1. The name of the corporation is Chemring Sensors and Electronic Systems, Inc.; and if the corporate name is unavailable for use in the State of North Carolina, the name the corporation wishes to use is:  
\_\_\_\_\_.
2. The state or country under whose laws the corporation was organized is: Virginia.
3. The date of incorporation was 9/1/2000; its period of duration is: perpetual.
4. Principal office information: (Select either a or b.)
  - a. ☒ The corporation has a principal office.  
The street address and county of the principal office of the corporation is:  
Number and Street 23031 Ladbrook Drive  
City, State, Zip Code Sterling, VA 20166 County Loudoun  
The mailing address, *if different from the street address*, of the principal office of the corporation is:  
\_\_\_\_\_.
  - b. ☐ The corporation does not have a principal office.
5. The street address and county of the registered office in the State of North Carolina is:  
Number and Street 150 Fayetteville Street  
City, State, Zip Code Raleigh, NC 27602-1011 County Wake
6. The mailing address, *if different from the street address*, of the registered office in the State of North Carolina is:  
PO Box 1011, Raleigh, NC 27602-1011
7. The name of the registered agent in the State of North Carolina is: CT Corporation
8. The names, titles, and usual business addresses of the current officers of the corporation are (attach if necessary):

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
<u>Steven Cummings</u>	<u>President</u>	<u>4205 Westinghouse Commons Drive, Charlotte, NC 28373</u>
<u>Joshua Golden</u>	<u>CFO and Secretary</u>	<u>4205 Westinghouse Commons Drive, Charlotte, NC 28373</u>
9. Attached is a Certificate of Existence (or document of similar import) duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country of incorporation. **The Certificate of Existence must be an original and less than six months old.**



**APPLICATION FOR CERTIFICATE OF AUTHORITY**

**Page 2**

10. If the corporation is required to use a fictitious name in order to transact business in this State, a copy of the resolution of its board of directors, certified by its secretary, adopting the fictitious name is attached.

11. This application will be effective upon filing, unless a delayed date and/or time is specified: \_\_\_\_\_

This is the 31 day of October, 20 16

Chemring Sensors and Electronic Systems, Inc.  
Name of Corporation

\_\_\_\_\_  
Signature

Joshua Golden, Chief Financial Officer  
Type or Print Name and Title

**NOTES:**

1. Filing fee is \$250. This document must be filed with the Secretary of State.

**Instructions for Filing**  
**APPLICATION FOR CERTIFICATE OF WITHDRAWAL**  
**BY REASON OF MERGER, CONSOLIDATION**  
**OR CONVERSION**

- Item 1** Enter the name of the surviving or resulting entity in item 1. Enter the name of the State or Country (if formed outside of the USA) of the surviving or resulting business entity in item 1(a). Enter the type of business entity of the surviving or resulting business entity in item 1(b). e.g. Business Corporation, Limited Liability Company etc.
- Item 3** Enter the name of the merging or converting entity, the name of the State or Country (if formed outside of the USA) of the merging or converting business entity, the type of business entity of the merging or converting business entity ( e.g. Business Corporation, Limited Liability Company etc.)
- Item 5** Enter the mailing address to which the Secretary of State may send a copy of any process served to us on behalf of the merging or converting business entity.
- Item 7** This document must be accompanied by a certified copy of the Articles of Merger, a Certificate of Merger, a certified copy of the conversion documents or a Certificate of Conversion duly authenticated by the Secretary of State or other official having custody of records of such entities in the state or country under the laws of which such merger or conversion was effected.
- Item 8** The document will be effective on the date and at the time of filing, unless a delayed date or an effective time (on the day of filing) is specified. If a delayed effective date is specified without a time, the document will be effective at 11:59 p.m. Raleigh, North Carolina time on the day specified. If a delayed effective date is specified with a time, the document will be effective on the day and at the time specified. A delayed effective date may be specified up to and including the 90<sup>th</sup> day after the day of filing.

## **Date and Execution**

Enter the date the document was executed.

In the blanks provided enter:

- The name of the surviving or resulting business entity as it appears in item 1.
- The signature of the applicable representative executing the document.
- Business Corporation/Nonprofit Corporation: the document must be signed by the Chairman or any other Officer of the Corporation.
- Limited Liability Company: the document must be signed by a Company Official of the LLC.
- Limited Partnership/Limited Liability Partnership: the document must be signed by a General Partner of the LP/LLP.
- The name and title of the above-signed representative.

State of North Carolina  
Department of the Secretary of State

**APPLICATION FOR CERTIFICATE OF WITHDRAWAL  
BY REASON OF MERGER, CONSOLIDATION  
OR CONVERSION**

Pursuant to §55-15-21, §55A-15-21, § 57D-7-21, § 59-91 or § 59-909, of the General Statutes of North Carolina as applicable, the undersigned entity, as the surviving or resulting entity in a statutory merger, consolidation or conversion hereby applies to the Secretary of State for a Certificate of Withdrawal for the foreign entity(ies) authorized to transact business or conduct affairs in the State of North Carolina named below, whose separate existence has ceased as a result of the merger, consolidation or conversion, and for that purpose submits the following statement:

1. The name of the surviving or resulting entity is:

Chemring Sensors and Electronic Systems, Inc.

- a. The surviving or resulting entity is incorporated, formed or created under the laws of:  
Virginia

- b. The type of entity of the surviving or resulting entity: corporation

2. The surviving or resulting entity is not authorized to transact business or conduct affairs in the State of North Carolina.
3. The name of the merging or converted foreign entity authorized to transact business in North Carolina, its fictitious name used in the State of North Carolina, if different from its official name, the state or country under whose law the entity was incorporated, formed or created, and the type of entity of the foreign entity.

Official Name	Chemring Detection Systems, Inc.
Fictitious Name, if any	
State or Country	Delaware
Type of Entity	corporation

4. The surviving or resulting entity hereby consents that service of process based on any cause of action arising in the State of North Carolina, or arising out of business transacted or affairs conducted in this State during the time each foreign entity was authorized to transact business or conduct affairs in this State may thereafter be made by service thereof on the Secretary of State.

5. The mailing address to which the Secretary of State may mail a copy of any process served pursuant to the paragraph above is:

C/O: CT Corporation

Address: 150 Fayetteville St., PO Box 1011

City, State, Zip Code: Raleigh, NC 27602-1011

6. The surviving or resulting entity hereby agrees to file a statement of any subsequent change in its mailing address with the Secretary of State.
7. Attached hereto is a copy of the articles of merger, consolidation or conversion or a certificate reciting the facts of the merger, consolidation or conversion duly authenticated by the Secretary of State or other official having custody of records of such entities in the state or country under the laws of which such merger was effected.
8. This application will be effective upon filing, unless a date and/or time is specified here: \_\_\_\_\_

This the 31st day of October, 2016.

Chemring Sensors and Electronic Systems, Inc.

Name of Surviving/Resulting Entity

Signature

Joshua Golden, Chief Financial Officer

Type or Print Name and Title

#### NOTES

1. Filing fee is \$10. This application must be filed with the Secretary of State. The application must be accompanied by a copy of the articles of merger, consolidation or conversion or a certificate reciting the facts of the merger, consolidation or conversion duly authenticated by the Secretary of State or other official having custody of the records of such entities in the state or country under the laws of which the foreign entity was organized, incorporated or created.
2. This form is to be used only if the surviving corporation is not authorized to transact business or conduct affairs in North Carolina.