

Torres, RobertoJ

From: Brumley, Christina <cbrumley@jacksonkelly.com>
Sent: Friday, December 08, 2017 4:51 PM
To: Torres, RobertoJ
Cc: Suzan Moore; David Olson
Subject: [External_Sender] Contura Coal West LLC, License No. 49-26963-03
Attachments: Application for Transfer of License-c.pdf

Dear Mr. Torres:

I attempted to contact you earlier today to confirm whether you are still the right person to whom transfer applications for materials licenses in Wyoming are to be sent. You assisted me during the transfer of this same license to Contura Coal West LLC last summer. Now, Contura Coal West LLC has sold assets, including the subject license and hereby requests consent to transfer the license to Blackjewel L.L.C. Attached is the joint letter of the parties, the Information Required for Change of Control Application and attachments. Should you have any questions about this filing, require additional information or need to redirect me, please let me know. My contact information is below.

Sincerely,

Christina T. Brumley | Member | Jackson Kelly PLLC

500 Lee Street East, Suite 1600, Charleston, WV 25301-3202 | P.O. Box 553, Charleston, WV 25322-0553

Office: (304) 340-1177 | Mobile: (304) 539-8170 | Fax: (304) 340-1080 | cbrumley@jacksonkelly.com | [V-card](#) | [BIO](#)

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PUBLIC

☐ Immediate Release

☒ Normal Release

NON-PUBLIC

☐ A.3 Sensitive-Security Related

☐ A.7 Sensitive Internal

☐ Other: _____

Reviewer: RITZ Date: 12-13-17

ML17347A106

CONTURA COAL WEST, LLC
340 Martin Luther King, Jr. Blvd.
Bristol, TN 37620

December 8, 2017

Region IV
U.S. Nuclear Regulatory Commission
DNMS/NMSB – B
1600 E. Lamar Boulevard
Arlington, TX 76011-4511

RE: Request for Written Consent to Transfer of Control of License, Material
License No. 49-26963-03

To whom it may concern:

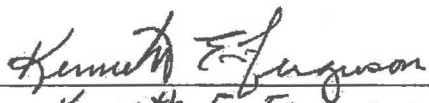
In accordance with 10 C.F.R. §§ 30.34 and 70.36, Contura Coal West, LLC ("Contura West") and Blackjewel L.L.C. ("Blackjewel") hereby jointly request the consent of the Nuclear Regulatory Commission ("NRC") to the transfer of Material License No. 49-26963-03 from Contura West to Blackjewel in conjunction with the purchase and sale of certain assets from Contura West to Blackjewel, including the license.

Enclosed with this letter is the Information Needed for Transfer of Control Application. Except for the change in name of the licensee to Blackjewel L.L.C., as further described in the application, there will be no changes to the personnel or use or location of the devices. Blackjewel will abide by all constraints, conditions, requirements, representations, and commitments of the current owner.

If you have any questions or concerns, please contact our counsel, Christina T. Brumley, at (304) 340-1177, or Contura's representative, Suzan Moore, at (423) 573-0364.

CONTURA COAL WEST, LLC

BLACKJEWEL L.L.C.


By: Kenneth E. Ferguson
Its: Vice President

By: _____
Its: _____

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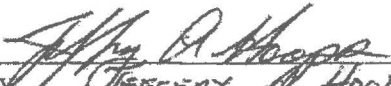
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CONTURA COAL WEST, LLC

BLACKJEWEL L.L.C.

By: _____
Its: _____

By: 
Its: JEFFERY A. HOOTS
PRESIDENT

**Contura Coal West, LLC, License No. 49-26963-03
Information Needed For Transfer of Control Application
To Transfer License to Blackjewel L.L.C.**

Include a contact name and either U.S. Nuclear Regulatory Commission (NRC) regional office or Headquarters telephone numbers for follow-up information, as required.

NRC Region: Region IV
Telephone: (304) 340 - 1177

Contact: Christina T. Brumley, Esq.
Fax: (304) 340-1080

Definitions:

Control: Control of a 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 an NRC-licensed operation.

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

Information Needed for Transfer of Control

Licensees must provide full information and obtain NRC's *prior written consent* before transferring control of the license. Provide the following information concerning changes of control by the applicant (transferor and/or transferee, as appropriate). If any items are not applicable, so state.

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

Contura Coal West, LLC ("Contura West") and Blackjewel L.L.C. entered into an Asset Purchase Agreement dated December 7, 2017 ("Purchase Agreement"), for the sale of assets from Contura West to Blackjewel, including License No. 49-26963-03 ("License"). The closing of the transactions contemplated by the Purchase Agreement took place on December 8, 2017. Under the terms of the Purchase Agreement and related documents, title to any nuclear coal analyzers and any nuclear materials contained therein, in each case that is included in the purchased assets, will not be transferred to Blackjewel L.L.C. until it has obtained all permits issues by the NRC necessary to own and operate such assets, including approval for the transfer of the License, whereupon Contura West will deliver a bill of sale to Blackjewel covering such nuclear-related assets.

The name of the transferee is: Blackjewel L.L.C.

The mailing address and contact information for the transferee is:

**Dave K. Olson
2273 Bishop Road
Gillette, WY 81717
(307) 687-3365**

See attached pre- and post-transaction organizational charts showing the corporate structure of the license holder and its parent companies. This is an asset sale. The name of the licensee will change to Blackjewel L.L.C., and it is the wholly-owned subsidiary of Blackjewel Holdings L.L.C., both of which are Delaware limited liability companies. Attached are the Articles of Organization of Blackjewel L.L.C. and Blackjewel Holdings L.L.C. issued by the State of Delaware, evidencing the legal organization of the companies.

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.

No changes to personnel. The Radiation Safety Officer for the activities authorized by this license will remain the same - Dave K. Olson. Mr. Olson's Certificate Number is 1350284403, and his Certificate and Renewal are attached.

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

There will be no changes in location, facilities, equipment or procedures that relate to the licensed program. The only change is the name of the licensee to Blackjewel L.L.C.

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.

All required surveillance has been performed, documented and reviewed. See attached Leak Tests.

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.

Not applicable.

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.

Not applicable.

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.

Contura Coal West, LLC and Blackjewel L.L.C. agree to transferring control of the licensed material and activity, and the conditions of transfer. Blackjewel L.L.C. has been made aware of any open inspection items and its responsibility for possible resulting enforcement actions.

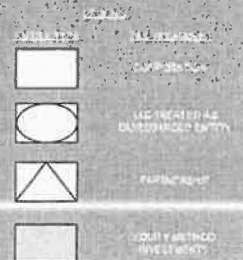
8. Confirm that the transferee will abide by all constraints, conditions, requirements, representations, and commitments of the transferor or that the transferee will submit a complete description of the proposed licensed program.

Blackjewel L.L.C. will abide by all constraints, conditions, requirements, representations, and commitments of Contura Coal West, LLC.

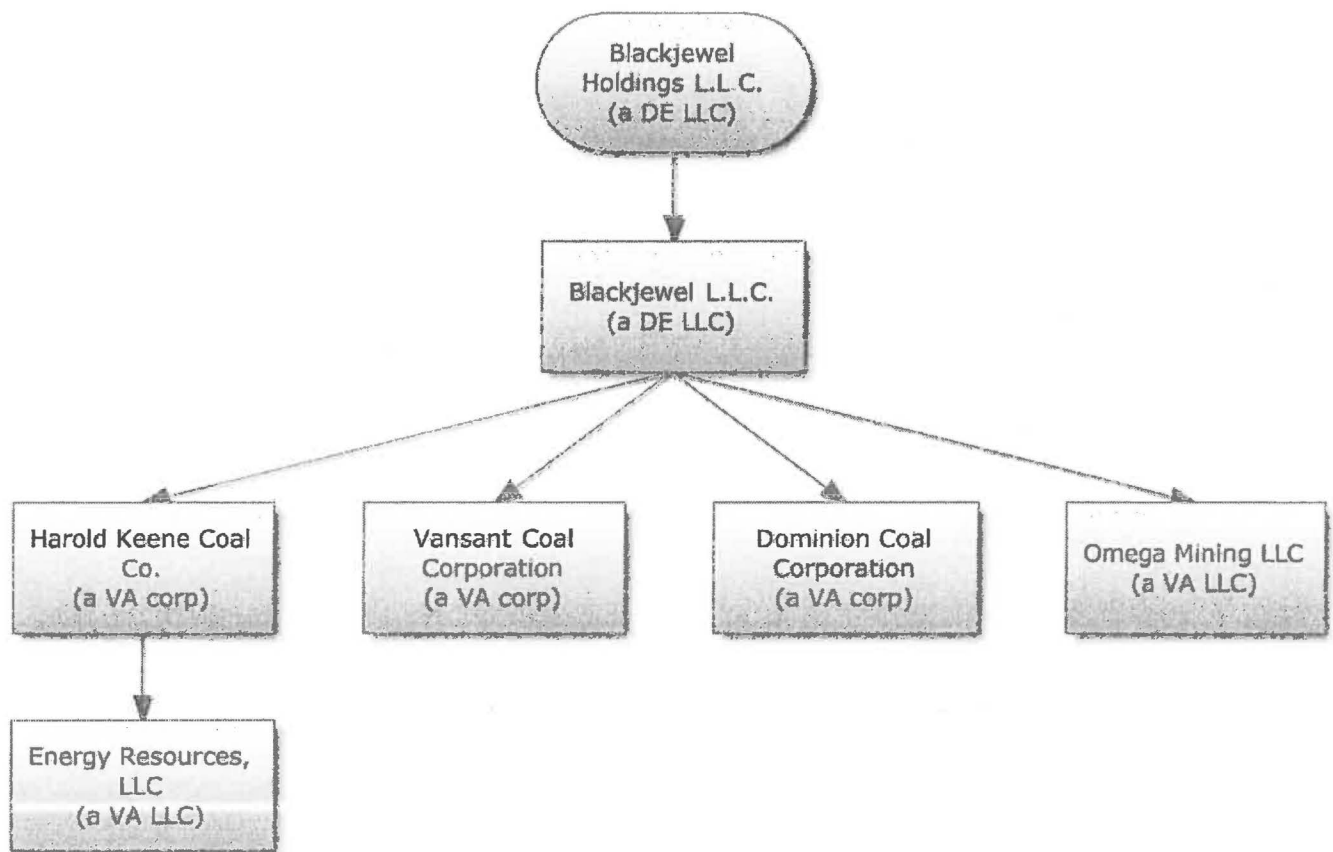
9. The transferee, in the case of fuel cycle facilities, shall provide documentation showing that it is financially qualified to conduct normal operations. The information can be in the form of income statements and balance sheet forecasts.

Not applicable.

As of September 30, 2017



1) Combustion Company, LLC, Paragon Company, LLC, Technical Position, LLC, and
 2) The companies are ComEd Appalachia (CAPP), Northern Appalachia (NAPP),
 Powder River Basin (PRB), Trading and Logistics (T & L), and All Other (ALL OTHERS)



State of Delaware
Secretary of State
Division of Corporations
Delivered 12:12 PM 03/24/2017
FILED 12:12 PM 03/24/2017
SR 20171999126 - File Number 6350320

STATE OF DELAWARE
CERTIFICATE OF FORMATION
OF LIMITED LIABILITY COMPANY

The undersigned authorized person, desiring to form a limited liability company pursuant to the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is Blackjewel L.L.C.
2. The Registered Office of the limited liability company in the State of Delaware is located at Corporation Trust Center, 1209 Orange Street (street), in the City of Wilmington, Zip Code 19801. The name of the Registered Agent at such address upon whom process against this limited liability company may be served is The Corporation Trust Company

By: Helena R. Jackson
Authorized Person

Name: Helena Racin Jackson
Print or Type

From:

03/30/2017 14:29

#184 P.002/004


State of Delaware
Secretary of State
Division of Corporations
Delivered 02:27 PM 03/30/2017
FILED 02:27 PM 03/30/2017
SR 20172180030 - FileNumber 6355631

STATE OF DELAWARE
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OF LIMITED LIABILITY COMPANY

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By: 
Authorized Person

Name: Helena R. Jackson
Print or Type