

MATERIALS LICENSE

Amendment No. 06

Pursuant to the Atomic Energy Act of 1954, as amended, the Energy Reorganization Act of 1974 (Public Law 93-438), and Title 10, Code of Federal Regulations, Chapter I, Parts 30, 31, 32, 33, 34, 35, 36, 39, 40, and 70, and in reliance on statements and representations heretofore made by the licensee, a license is hereby issued authorizing the licensee to receive, acquire, possess, and transfer byproduct, source, and special nuclear material designated below; to use such material for the purpose(s) and at the place(s) designated below; to deliver or transfer such material to persons authorized to receive it in accordance with the regulations of the applicable Part(s). This license shall be deemed to contain the conditions specified in Section 183 of the Atomic Energy Act of 1954, as amended, and is subject to all applicable rules, regulations, and orders of the Nuclear Regulatory Commission now or hereafter in effect and to any conditions specified below.

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Licensee		In accordance with the letter dated February 15, 1996, 3. License Number 29-00170-04 is amended in its entirety to read as follows:	
1. Bell Laboratories A Division of Lucent Technologies Inc.			
2. 600 Mountain Avenue Murray Hill, New Jersey 07974-0636		4. Expiration Date December 31, 2003	
		5. Docket or Reference No. 030-29523	
6. Byproduct, Source, and/or Special Nuclear Material	7. Chemical and/or Physical Form	8. Maximum Amount that Licensee May Possess at Any One Time Under This License	
A. Cobalt 60	A. Sealed sources (AECL Models C-166, C-167, or C-198)	A. Not to exceed 27,000 curies per source and 80,000 curies total	
B. Cesium 137	B. Sealed sources (J. L. Shepherd & Associates Model 6810)	B. Not to exceed 440 curies per source and 900 curies total	
9. Authorized use			
A. In AECL Gammacell Model 220 Irradiator for the irradiation of material except explosives, flammables, or corrosives.			
B. In J. L. Shepherd & Associates Model 89 Shielded Calibration Range equipped with a J. L. Shepherd & Associates Model 78-2M calibrator for instrument calibration and the irradiation of materials except explosives, flammables, or corrosives.			

CONDITIONS

10. Licensed material may be used only at the licensee's facilities located at 600 Mountain Avenue, Murray Hill, New Jersey; 555 Union Boulevard, Allentown, Pennsylvania; and 2525 North 12th Street, Reading, Pennsylvania.
11. A. Licensed material shall only be used by, or under the supervision and in the physical presence of, individuals who have received the training described in application dated November 9, 1993 and letter dated November 24, 1993 and have been designated in writing by the Radiation Safety Officer.
- B. The Radiation Safety Officer for this license is John E. Riley, Jr.
12. Sealed sources or detector cells containing licensed material shall not be opened or sources removed from source holders by the licensee.
13. A. Sealed sources and detector cells containing licensed material shall be tested for leakage and/or contamination at intervals not to exceed six months or at such other intervals as are specified by the certificate of registration referred to in 10 CFR 32.210, not to exceed three years.

**MATERIALS LICENSE
SUPPLEMENTARY SHEET**

License Number

29-00170-04

Docket or Reference Number

030-29523

Amendment No. 06

- B. Notwithstanding Paragraph A of this Condition, sealed sources designed to emit alpha particles shall be tested for leakage and/or contamination at intervals not to exceed three months.
- C. In the absence of a certificate from a transferor indicating that a leak test has been made within six months prior to the transfer, a sealed source or detector cell received from another person shall not be put into use until tested.
- D. Each sealed source fabricated by the licensee shall be inspected and tested for construction defects, leakage, and contamination prior to any use or transfer as a sealed source.
- E. Sealed sources and detector cells need not be leak tested if:
- (i) they contain only hydrogen-3; or
 - (ii) they contain only a radioactive gas; or
 - (iii) the half-life of the isotope is 30 days or less; or
 - (iv) they contain not more than 100 microcuries of beta and/or gamma emitting material or not more than 10 microcuries of alpha emitting material; or
 - (v) they are not designed to emit alpha particles, are in storage, and are not being used. However, when they are removed from storage for use or transfer to another person, and have not been tested within the required leak test interval, they shall be tested before use or transfer. No sealed source or detector cell shall be stored for a period of more than 10 years without being tested for leakage and/or contamination.
- F. The test shall be capable of detecting the presence of 0.005 microcurie of radioactive material on the test sample. If the test reveals the presence of 0.005 microcurie or more of removable contamination, a report shall be filed with the U.S. Nuclear Regulatory Commission and the source or detector cell shall be removed immediately from service and decontaminated, repaired, or disposed of in accordance with Commission regulations. The report shall be filed within five days of the date the leak test result is known with the U.S. Nuclear Regulatory Commission, Region I, ATTN: Chief, Nuclear Materials Safety Branch, 475 Allendale Road, King of Prussia, Pennsylvania 19406. The report shall specify the source or detector cell involved, the test results, and corrective action taken.
- G. The licensee is authorized to collect leak test samples for analysis by the licensee. Alternatively, tests for leakage and/or contamination may be performed by persons specifically licensed by the Commission or an Agreement State to perform such services.
14. The licensee shall not perform repairs or alterations of the irradiator involving removal of shielding or access to the licensed material. Removal, replacement, and disposal of sealed sources in the irradiator shall be performed by persons specifically licensed by the Commission or an Agreement State to perform such services.

MATERIALS LICENSE
SUPPLEMENTARY SHEET

License Number

29-00170-04

Docket or Reference Number

030-29523

Amendment No. 06

15. The licensee shall conduct a physical inventory every six months to account for all sealed sources and devices containing licensed material received and possessed under the license.
16. The procedures contained in the manufacturer's instruction manual for the irradiator authorized by this license shall be followed and a copy of this manual shall be made available to each person using or having responsibility for the use of the device.
17. The licensee is authorized to transport licensed material in accordance with the provisions of 10 CFR Part 71, "Packaging and Transportation of Radioactive Material."
18. Except as specifically provided otherwise in this license, the licensee shall conduct its program in accordance with the statements, representations, and procedures contained in the documents, including any enclosures, listed below. The Nuclear Regulatory Commission's regulations shall govern unless the statements, representations, and procedures in the licensee's application and correspondence are more restrictive than the regulations.
- A. Application dated November 9, 1993
B. Letter dated November 24, 1993
C. Letter dated April 16, 1996
D. Letter dated October 23, 1996

NOV 14 1996

Date _____

For the U.S. Nuclear Regulatory Commission

ORIGINAL SIGNED BY:

By PENNY A. LANZISERA

Division of Nuclear Materials Safety
Region 1

King of Prussia, Pennsylvania 19406

NOV 14 1996

John E. Riley, Jr.
Radiation Safety Officer
Bell Laboratories
A Division of Lucent Technologies, Inc.
600 Mountain Avenue
Murray Hill, NJ 07974-0636

Dear Mr. Riley:

This refers to your license amendment request. Enclosed with this letter is the amended license. Please note that as part of this amendment, in accordance with 10 CFR 30.36, effective February 15, 1996, the expiration date of your license has been extended by a period of five years. Your new expiration date is stated in Item 4 of the license.

Please review the enclosed document carefully and be sure that you understand and fully implement all the conditions incorporated into the amended license. If there are any errors or questions, please notify the U.S. Nuclear Regulatory Commission, Region I Office, Licensing Assistance Team, (610) 337-5093 or 5239, so that we can provide appropriate corrections and answers.

Thank you for your cooperation.

Sincerely,

ORIGINAL SIGNED BY:
PENNY A. LANZISERA

Penny Lanzisera
Division of Nuclear Materials Safety

License No. 29-00170-04
Docket No. 030-29523
Control No. 122913

Enclosure:

Amendment No. 06

DOCUMENT NAME: R:\WPS\MLTR\L2900170.04

To receive a copy of this document, indicate in the box: "C" = Copy w/o attach/encl "E" = Copy w/ attach/encl "N" = No copy

OFFICE	DNMS/RI	<input checked="" type="checkbox"/> N	DNMS/RI	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
NAME	Lanzisera <i>PL</i>						
DATE	11/13/96		11/ /96		11/ /96		11/ /96

OFFICIAL RECORD COPY

ML 10

TELEPHONE CONVERSATION RECORD		Date: 11/13/96	Time: 10:50 am
Mail Control No.: 122913		License No.: 29-00170-04	Docket No.: 030-29523
Person Called: Jack Riley, RSO		Organization: Bell Labs	Telephone Number: 908 582-5608
Person Calling: Penny Lanzisera			
Subject: Shepherd irradiators			
Summary: Questioned whether Bell Labs wanted to delete the authority for shepherd irradiators on their license since they had returned the previous irradiator to Shepherd. Jack stated that they would like to leave the authority on their license.			
Action Required/Taken: none			
Signature: <i>Penny Lanzisera</i>		Date: 11-13-96	

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ML 10

Bell Labs

Innovations for Lucent Technologies

Lucent Technologies



J. Carl Hsu, Ph.D.
Vice President
Advanced Technologies

Bell Laboratories
Room 6A-409
700 Mountain Avenue
Murray Hill, NJ 07974

Telephone 908 582 6458
Facsimile 908 582 5100
E Mail carlhsu@lucent.com

October 23, 1996

Ms. Penny Lanzisera
Division of Nuclear Materials Safety
U.S. Nuclear Regulatory Commission, Region I
475 Allendale Road
King of Prussia, PA 19406-1415

Mail Control Numbers: 122909, 122910, 122911, 122912, 122913

License Numbers: SNM-203, SMB-1260, 29-00170-03, 29-00170-04, 29-28260-01

Dear Ms. Lanzisera:

Enclosed please find the documents whereby the Standby Trust Agreement with Summit Bank (1851102002) is revised to reflect the change to Bell Laboratories, Division of Lucent Technologies. It has been approved by both Lucent and Summit Bank.

Additionally, please be advised that the Shepherd irradiator discussed with you on several previous occasions that was owned by AT&T has been returned to J. L. Shepherd in San Fernando, California. On October 10, 1996, a representative of Shepherd took possession of the sources and shipped them to their location under the conditions of their State of California license, 1777-70.

This should complete the list of items requested for the transfer of the above licenses to Lucent Technologies. If you have further questions, please contact our Radiation Safety Officer, John E. Riley at (908) 582-5608.

Sincerely,

J. Carl Hsu
Vice President, Advanced Technologies

JCH/sam

Enclosures
As above

Copy to:
Case file 48067-3.1
Radiation Protection Committee

OFFICIAL RECORD COPY ML 10

NOV - 7 1996



October 18, 1996

Ms. Susan Scola
Summit Bank
Corporate Trust Department
210 Main Street, 6th Floor
Hackensack, NJ 07601

Re: Standby Trust Agreement Number 1851102002

Dear Ms. Scola:

As per your telephone conversation with Donna Donovan of our office we request the following amendment to the above captioned standby trust agreement:

o Amend all reference to "Grantor" to read:

Bell Laboratories
A Division of Lucent Technologies Inc.

We are also attaching a revised Schedule A and Revised Schedule B for the standby trust agreement.

We request that Summit Bank acknowledge receipt of this letter and revised schedules by a corporate officer of Summit Bank signing on the signature line below.

Thank you for your assistance.

Very truly yours,

Vietta C. Durnin
Senior Treasury Manager
US Cash Management

Attachment

Summit Bank

ANDREA G. HARRIS
ASSISTANT VICE PRESIDENT

REVISED SCHEDULE A

THIS AGREEMENT DEMONSTRATES THE FINANCIAL ASSURANCE FOR THE FOLLOWING
COST ESTIMATES FOR THE FOLLOWING LICENSED ACTIVITIES:

U.S. NUCLEAR REGULATORY COMMISSION LICENSE NUMBERS

29-00170-03, 29-00170-04, 29-28260-01, SMB-1260, SNM-203

NAME AND ADDRESS OF LICENSEE:

BELL LABORATORIES
A DIVISION OF LUCENT TECHNOLOGIES INC.
600 MOUNTAIN AVENUE
MURRAY HILL, NJ 07974-0636

ADDRESS OF LICENSED ACTIVITY:

600 MOUNTAIN AVENUE
MURRAY HILL, NJ 07974-0636

COST ESTIMATES FOR REGULATORY ASSURANCES DEMONSTRATED BY THIS
AGREEMENT:

USD 1,407,375.00 (U.S. DOLLARS ONE MILLION FOUR HUNDRED SEVEN THOUSAND THREE
HUNDRED SEVENTY FIVE AND 00/100)

REVISED SCHEDULE B

LETTER OF CREDIT NUMBER 30019671

IN THE AMOUNT OF USD 1,407,375.00

OPENED WITH CITIBANK, N.A. 111 WALL STREET, NEW YORK, NY

Bell Labs

Innovations for Lucent Technologies

Lucent Technologies



MS 16
P-3

J. Carl Hsu, Ph.D.
Vice President
Advanced Technologies

Bell Laboratories
Room 6A-409
700 Mountain Avenue
Murray Hill, NJ 07974

Telephone 908 582 6458
Facsimile 908 582 5100
E Mail carlhusu@lucent.com

September 25, 1996

Penny Lanzisera
Division of Nuclear Materials Safety
U.S. Nuclear Regulatory Commission, Region I
475 Allendale Road
King of Prussia, PA 19406-1415

Mail Control Numbers: 122909
122910
122911
122912
122913

License Numbers: SNM-203, SMB-1260, 29-00170-03, 29-00170-04,
29-28260-01

Dear Ms. Lanzisera:

In a letter dated January 15, 1996, AT&T Bell Labs informed the U.S. Nuclear Regulatory Commission of the plans to spin off into a new company called Lucent Technologies. Activities carried out under NRC licenses would be transferred to Bell Laboratories, Division of Lucent Technologies Inc. In a letter dated April 16, 1996, we responded to specific questions clarifying responsibilities. In the phone conversation on September 18 involving you and John Kinneman and John E. Riley, the Bell Labs Radiation Safety Officer, you requested additional information that we are now submitting.

1. At this time the officer of the Corporation responsible for the Radiation Protection Program is J. Carl Hsu, Vice President of Advanced Technologies. The organizational structure for Bell Laboratories is depicted on the chart submitted to you in the letter dated April 16, 1996.
2. In regard to the Cs-137 contamination resulting from the licensed work in the former Radiation Lab, Building 16, Bell Laboratories, a Division of Lucent Technologies, agrees to assume full responsibility for decontamination and decommissioning.
3. The work to remediate the Building 16 area and sewer line will continue to be carried out in full compliance with NRC regulations and guides. It is our intent to complete the work by the end of 1997. Briefly, the work will entail the removal of contaminated concrete slab, sewer line, and soil areas that are above the release limit for removable contamination or bulk soil contamination.

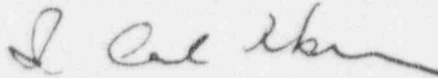
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SEP 27 1996

4. It is now our understanding that the Shepherd Irradiator mentioned in our letter of April, 1996, under item D will remain owned by AT&T. The irradiator will remain at Bell Laboratories in Murray Hill in the care of the Radiation Protection Department under license 29-00170-04. AT&T has agreed to fund the Bell Laboratories effort pending disposal or return to the manufacturer.
5. The open issue of the funding for the decommissioning plan has been addressed with the submission to you on August 20. Our old letter of credit with United Jersey Bank has been replaced with a new one from Citibank. We are awaiting your return of the old United Jersey Bank document. The standby trust agreement remains with United Jersey Bank -- now called Summit Bank. The final name changes on the banking documents are underway. We will forward the additional trust agreement documents as soon as they are available.

Sincerely,



J. Carl Hsu
Vice President, Advanced Technologies

Copy to
Case File 48067-3.1
Radiation Protection Committee

TELEPHONE CONVERSATION RECORD		Date: 9-18-96	Time: 3:10 pm
Mail Control No.: 122909, 122910, 122911, 122912, 122913		License No.: SNM-203, SMB-1260, 29-00170-03, 29-00170-04, 29-28260-01	Docket No.: 070-00222, 040-08478, 030-05224, 030-29523, 030-30727
Person Calling: Jack Riley, RSO		Organization: AT&T	Telephone Number: 908 582-5608
Person Called: Penny Lanzisera & John Kinneman			
Subject: name change			
<p>Summary: Jack indicated that the 260 Ci Cesium-137 shepherd calibrator is will be under Lucent control in Lucent facilities, however the source will be owned by AT&T. Lucent has agreed to perform the leak tests and inventories until AT&T can dispose of it. October 1st is the completion date for the name change. The new LOC was submitted Aug. 22nd (Mail Control No. 123587) NJ-01591-300019671. The STA will still be with UJB, but amendment was submitted for name change. Jack also indicated that they had requested termination of the old LOC. Jack will supply information indicating that Kissane was an officer of the company when he signed the April 1996 letter and therefore he was allowed to make commitments for Lucent. Carl Hsu (VP) is now signing all records and has been designated the certifying official. Also discussed Cs-137 contamination of a facility. Jack agreed to submit clarification that Lucent agrees to assume responsibility for this site and will submit a schedule for decommissioning.</p>			
Action Required/Taken: response			
Signature: <i>Penny Lanzisera</i>		Date: 9-18-96	

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ML 10

John J. Kissane
General Attorney

Intellectual Property Law
Room 3A-539
600 Mountain Avenue
P.O. Box 636
Murray Hill, NJ 07974-0636
908 582-5948
FAX 908 582-4246
Email attmail@jckissane

MS-16
P6

April 16, 1996

Ms. Penny Lanzisera
Division of Nuclear Materials Safety
Region I
United States Nuclear Regulatory Commission
475 Allendale Road
King of Prussia, PA

Mail Control Numbers: 122909
122910
122911
122912
122913

Dear Ms. Lanzisera:

This letter is submitted in partial response to the questions you posed in your correspondence of March 5, 1996. The responses are indexed to correspond with the questions in your letter.

- A. The individuals named previously in the licenses--the chairman of the Radiation Safety Committee, G. H. Zeman, and the Radiation Safety Officer, John E. Riley--remain the same. Attachment A shows the management structure that supports the Radiation Protection Program.
- B. AT&T Bell Laboratories has become Bell Laboratories, a Division of Lucent Technologies. Another component of the former AT&T Bell Laboratories has become AT&T Laboratories. The Radiation Protection Department is part of the portion of Bell Laboratories assigned to Lucent Technologies. There is no radiation protection department currently in AT&T or AT&T Laboratories.
- C. On September 29, 1995, AT&T Corp. announced that it was restructuring the corporation into three separate corporate entities, i.e., a telecommunications services company carrying the name AT&T Corp., a systems and technology company subsequently named Lucent Technologies Inc., and a computer company subsequently named NCR. All three companies were created from existing AT&T operations and drew from the shared resources of AT&T.

Lucent Technologies Inc. presently is a subsidiary of AT&T Corp. Approximately 20% of Lucent Technologies stock was sold to the public in an initial public offering of the stock. The remainder of the common stock of Lucent Technologies will be distributed by AT&T Corp. to AT&T shareholders prior to the end of 1996.

Lucent Technologies is composed of Bell Laboratories and those Business Units within the former AT&T that design, develop and manufacture telecommunications systems, software and products. Those portions of AT&T which form Lucent Technologies had revenues of \$21.4 billion for the year ending December 31, 1995, and total assets of \$19.7 billion on December 31, 1995.

- D. The Bell Laboratories Radiation Protection Department will remain in charge of licensed activities for Bell Laboratories, Division of Lucent Technologies Inc. The Bell Laboratories licensed locations, facilities, storage or uses of licensed material, equipment or procedures will remain the same.

Two sources covered by the AT&T Bell Laboratories Irradiator license (i.e., a Shepherd irradiator) have not been assigned to go to Lucent Technologies, but will remain with AT&T Laboratories. We are still trying to define the future of these sources. For the interim, they remain in the custody of the Bell Laboratories Radiation Protection Department. With the exception of the Shepherd irradiator, all licensed sources will be transferred upon your approval to Lucent Technologies Bell Laboratories per our amendment application.

- E. This issue remains open at this time. The use, possession or storage of licensed materials within Bell Laboratories will remain the same as described on the individual licenses. Pending resolution of the licensing issues for the Shepherd irradiator, those sources also remain in the custody of the Bell Labs Radiation Protection Department.
- F. All surveillance items and records will be current at the time of the transfer.
- G. At the present time (1Q96) contamination with NRC licensed material (Cs-137) is present in and around Building 16 at the Murray Hill location, the site of licensed work prior to the opening of the current 1G Radiation Lab. The decontamination work was initiated 3Q95 and is continuing. The work is being done as part of normal license operations, independent of the corporate restructuring. The decontamination was described in the Decommissioning Plan submitted 7/25/90. Its scope and regulatory requirements also were discussed in a phone conversation between John D. Kinneman and John E. Riley on 6/7/95.

With this exception, there are no additional plans for decontamination of AT&T's facilities prior to the transfer of the facilities to Lucent Technologies. Except for certain contingent liabilities in excess of \$100 million wherein there is a sharing of costs, Lucent Technologies has agreed to indemnify, defend and hold harmless AT&T Corp. from and against all liabilities relating to, arising out of or resulting from the failure of Lucent Technologies to pay, perform or otherwise promptly discharge any environmental liabilities arising out of or resulting from the operation of the Lucent Technologies business.

April 16, 1996

- H. A Consolidated Decommissioning Funding Plan was submitted to the U.S. Nuclear Regulatory Commission on July 25, 1990. Lucent Technologies agrees to assume responsibility for this Plan and it presently is in the process of transferring the Letter of Credit associated with the Plan from AT&T's name to Lucent Technologies name.
- I. Lucent Technologies agrees to abide by all constraints, conditions, requirements, commitments and representations identified in the existing licenses. These include, but are not limited to: maintaining decommissioning records required by 10CFR30.35(g), and implementing decontamination activities and decommissioning of the sites when they are no longer being used. No corrective actions for open inspection items and enforcement actions are outstanding.
- J. The documentation that both the transferor and the transferee agree to the change in ownership or control of the licensed material and activity, and the conditions of transfer was contained in the January 15, 1996, letter sent to you (Attachment B).
- K. Amendment to the standby trust agreement and letter of credit has been requested of United Jersey Bank. This is expected to take place before the end of April, 1996.

We will forward the additional information on items D, E, and K as soon as it becomes available to us.

Very truly yours,



John J. Kissane

CC

Case file 48067-3.1

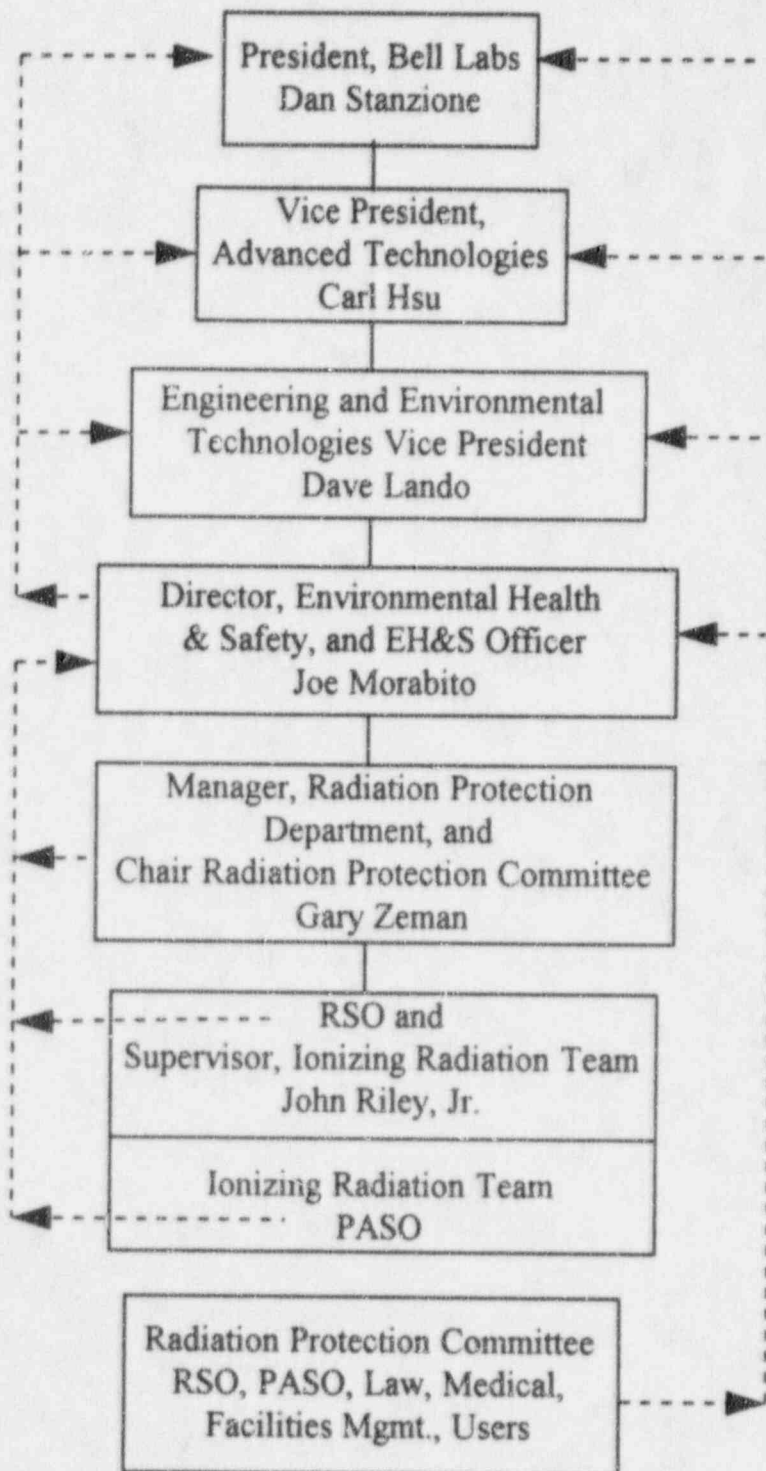
Radiation Protection Committee

Bell Labs Radiation Protection Program

Lines of Organization and Communication

solid = lines of
organization

dash = lines of
communication





AT&T
Bell Laboratories

600 Mountain Avenue
P.O. Box 636
Murray Hill, NJ 07974-0636
908-582-3000

January 15, 1996

Licensing Assistant Section
Nuclear Materials Safety Branch
U.S. Nuclear Regulatory Commission, Region I
475 Allendale Road
King of Prussia, PA 19406-1415

Re: SNM-203
SMB-1260
29-00170-03
29-00170-04
29-28260-01

To Whom it May Concern:

On January 31, 1996, AT&T Corp., the owner of the facilities located at:

- 600 Mountain Avenue, Murray Hill, New Jersey
- Whippany Road, Whippany, New Jersey
- North Road, Chester, New Jersey
- Crawfords Corner Road, Holmdel, New Jersey
- 555 Union Boulevard, Allentown, Pennsylvania
- 2525 North 12th Street, Reading, Pennsylvania
- 6200 East Broad Street, Columbus, Ohio
- Engineering Research Center at Carter Road, Hopewell Township, New Jersey

(hereinafter "the Facilities"), and holder of the licenses referenced above, will transfer ownership of the Facilities to NS-MPG Inc., a new Delaware corporation that is a wholly-owned subsidiary of AT&T.

We hereby request that the subject licenses be transferred from AT&T to NS-MPG Inc., effective January 31, 1996. In connection with the transfer of the licenses, AT&T Corp. and NS-MPG Inc. agree that, as of January 31, 1996:

1. NS-MPG Inc. will assume responsibility for complying with all terms and conditions under and payment of all fees for the subject licenses;
2. The facilities contact for the licenses shall remain John E. Riley, Jr. Radiation Safety Officer, AT&T Bell Laboratories, 600 Mountain Avenue, Room 1F101A, Murray Hill, NJ 07974 (908) 582-5608.
3. The license conditions will not change as a result of this transfer of ownership;
4. AT&T Corp. will maintain the financial assurance required for decommissioning until NS-MPG Inc. obtains acceptable financial assurance.

We anticipate that the name of NS-MPG Inc. will change sometime before January 31, 1996. We will notify you of the final name in writing as soon as it becomes known to us.

Additionally, the January 31, 1996, transfer of assets will be followed by other events that will affect the ownership of NS-MPG Inc. In early April 1996, 15% of NS-MPG Inc. will be sold to the public in an initial public offering ("IPO"). Subsequently, in approximately September 1996, AT&T Corp. will spin-off NS-MPG Inc. and AT&T will thereafter have no ownership interest in NS-MPG Inc. Since the above-referenced licenses are now being transferred to NS-MPG Inc., and that corporation will remain the holder of the licenses throughout the IPO and spin-off (only the name of the corporation will have changed), it is our understanding that we will not need to transfer the licenses in connection with the future IPO and spin-off. If this is incorrect, please let us know as soon as possible.

Enclosed are completed Form 313's and a check in the amount of \$1960.00 in payment of the license amendment fee as follows:

License	Category	Fee
SNM-203	1D	\$280
SMB-1260	2C	\$400
29-00170-03	3L	\$640
29-00170-04	3E	\$350
29-28260-01	3P	\$290

If you need additional information concerning the above, please contact John E. Riley, Jr. at AT&T Bell Laboratories, 600 Mountain Avenue, Room 1F101A, (908) 582-5608. Thank you for your prompt attention to this matter.

Very truly yours,

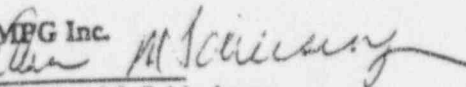
AT&T Corp.

By: 

Print: John J. Kissane

Title: Assistant Secretary

NS-MPG Inc.

By: 

Print: Alan M. Schlesinger

Title: Vice President - Environment & Safety

MAR - 5 1996

License Nos. SNM-203
SMB-1260
29-00170-03
29-00170-04
29-28260-01

Docket Nos. 070-00222
040-08478
030-05224
030-29523
030-30727

John J. Kissane
Assistant Secretary
AT&T Bell Laboratories
600 Mountain Avenue
P.O. Box 636
Murray Hill, NJ 07974-0636

Dear Mr. Kissane:

This is in reference to your letter dated February 15, 1996, to amend the above referenced licenses. In order to continue our review, we need the following additional information:

It appears from your letter that a possible change of ownership has occurred. Provide the following information:

- a. Any planned changes in personnel having control over licensed activities (e.g., officers of the corporation) and any changes in personnel named in the license such as the radiation safety officer, authorized users, or any other persons identified in previous license applications as responsible for radiation safety of use of licensed material.
- b. An indication of whether you will remain in non-licensed business without the license.
- c. A complete, clear description of the transaction. The description should include any transfer of stocks or assets, mergers, etc.
- d. Any planned changes in organization, location, facilities, storage or uses of licensed material, equipment or procedures. If such changes are to be made, they should be fully described.
- e. A detailed description of any changes in the use, possession or storage of licensed materials.
- f. An indication of whether all surveillance items and records, (e.g., calibrations, leak tests, surveys, inventories and accountability requirements) will be current at the time of transfer.

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- g. A description of the status of the facility. Specifically, the presence or absence of radioactive contamination should be documented. If contamination is present, will decontamination occur before transfer? If decontamination does not occur before the transfer, does the successor company agree to assume full liability for the decontamination of the facility?
- h. A description of any decontamination plans, including financial assurance arrangements, as required by 10 CFR 30.35, 40.36, and 70.25. Include information about how the transferee and transferor propose to divide the transferor's assets.
- i. Confirmation that the transferee or successor company agree to abide by all constraints, conditions, requirements, commitments and representations identified in the existing license. These include, but are not limited to: maintaining decommissioning records required by 10 CFR 30.35(g); implementing decontamination activities and decommissioning of the site; and completing corrective actions for open inspection items and enforcement actions. If not, the transferee must provide a description of its program to assure compliance with the license and regulations.
- j. Documentation that both the transferor and the transferee agree to the change in ownership or control of the licensed material and activity, and the conditions of transfer, and that the transferee has been made aware of all open inspection items and possible resulting enforcement actions.
- k. An amendment to the standby trust agreement and letter of credit referencing the new name.

We will continue our review upon receipt of this information. Please reply in duplicate to my attention at the Region I office and refer to Mail Control Nos. 122909, 122910, 122911, 122912, and 122913. If you have any technical questions regarding this deficiency letter, please call me at (610) 337-5169.

Sincerely,

ORIGINAL SIGNED BY:
PENNY A. LANZISERA

Penny Lanzisera
Division of Nuclear Materials Safety

DOCUMENT NAME: R:\WPS\DLTR\02900170.03

To receive a copy of this document, indicate in the box: "C" = Copy w/o attach/encl "E" = Copy w/ attach/encl "N" = No copy

OFFICE	DNMS/RI	N	DNMS/RI				
NAME	Lanzisera PL						
DATE	03/04/96	03/	/96	03/	/96	03/	/96

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600 Mountain Avenue
P.O. Box 636
Murray Hill, NJ 07974-0636
908-582-3000

February 15, 1996

Licensing Assistant Section
Nuclear Materials Safety Branch
U.S. Nuclear Regulatory Commission, Region I
475 Allendale Road
King of Prussia, PA 19406-1415

Re: SNM-203, SMB-1260, 29-00170-03, 29-00170-04, 29-28260-01

To Whom It May Concern:


In a letter dated January 15 we notified you that our facilities would be transferred from AT&T Corp. to NS-MPG Inc. on January 31, 1996. In connection with this transfer of assets, we requested that the licenses referenced above be transferred to NS-MPG Inc. In that letter we also informed you that we expected the name of NS-MPG Inc. to change near the time of the transfer.

This is to advise you that on February 5, 1996, the legal corporate name of NS-MPG Inc. was changed to Lucent Technologies Inc. Therefore we request that the name of the licensee be changed to "Bell Laboratories, Division of Lucent Technologies Inc." The balance of the information contained in our previous submission to you is unchanged at the present time.

In a phone conversation with Mr. C. Thor Oberg on February 9, we were informed that the current change requires license amendments. Sandra Kimberly of the License Fee Management Branch agreed on February 12 to keep the previously submitted \$1960 check for the license amendments you have deemed in your letter of February 5, 1996, to be unneeded. The amendment fees associated with the current change are thus already in your possession. Enclosed are the modified NRC 313 forms for each of the licenses.

For additional information, your contact remains the Radiation Safety Officer, John E. Riley, Jr. at 600 Mountain Ave., Room 1F101A, (908) 582-5608.

Very truly yours,


John J. Kissane
Assistant Secretary

JJK/sam

Copy to
Antoinette Bennett
John E. Riley, Jr.

122913

FEB 20 1996

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10-94
10 CFR 30.32, 33
34, 35, 36, 39 and 40

APPLICATION FOR MATERIAL LICENSE

ESTIMATED BURDEN PER RESPONSE TO COMPLY WITH THIS INFORMATION COLLECTION REQUEST: 9 HOURS. SUBMITTAL OF THE APPLICATION IS NECESSARY TO DETERMINE THAT THE APPLICANT IS QUALIFIED AND THAT ADEQUATE PROCEDURES EXIST TO PROTECT THE PUBLIC HEALTH AND SAFETY. FORWARD COMMENTS REGARDING BURDEN ESTIMATE TO THE INFORMATION AND RECORDS MANAGEMENT BRANCH (T-6 F33), U.S. NUCLEAR REGULATORY COMMISSION, WASHINGTON, DC 20555-0001, AND TO THE PAPERWORK REDUCTION PROJECT (3150-0120), OFFICE OF MANAGEMENT AND BUDGET, WASHINGTON, DC 20503.

INSTRUCTIONS: SEE THE APPROPRIATE LICENSE APPLICATION GUIDE FOR DETAILED INSTRUCTIONS FOR COMPLETING APPLICATION. SEND TWO COPIES OF THE ENTIRE COMPLETED APPLICATION TO THE NRC OFFICE SPECIFIED BELOW **030-29523**

APPLICATION FOR DISTRIBUTION OF EXEMPT PRODUCTS FILE APPLICATIONS WITH:

DIVISION OF INDUSTRIAL AND MEDICAL NUCLEAR SAFETY
OFFICE OF NUCLEAR MATERIALS SAFETY AND SAFEGUARDS
U.S. NUCLEAR REGULATORY COMMISSION
WASHINGTON, DC 20555-0001

ALL OTHER PERSONS FILE APPLICATIONS AS FOLLOWS:

IF YOU ARE LOCATED IN:

CONNECTICUT, DELAWARE, DISTRICT OF COLUMBIA, MAINE, MARYLAND,
MASSACHUSETTS, NEW HAMPSHIRE, NEW JERSEY, NEW YORK, PENNSYLVANIA,
RHODE ISLAND, OR VERMONT, SEND APPLICATIONS TO:

LICENSING ASSISTANT SECTION
NUCLEAR MATERIALS SAFETY BRANCH
U.S. NUCLEAR REGULATORY COMMISSION, REGION I
475 ALLENDALE ROAD
KING OF PRUSSIA, PA 19406-1415

ALABAMA, FLORIDA, GEORGIA, KENTUCKY, MISSISSIPPI, NORTH CAROLINA, PUERTO
RICO, SOUTH CAROLINA, TENNESSEE, VIRGINIA, VIRGIN ISLANDS, OR WEST VIRGINIA,
SEND APPLICATIONS TO:

NUCLEAR MATERIALS LICENSING SECTION
U.S. NUCLEAR REGULATORY COMMISSION, REGION II
101 MARIETTA STREET, NW, SUITE 2900
ATLANTA, GA 30323-0199

IF YOU ARE LOCATED IN:

ILLINOIS, INDIANA, IOWA, MICHIGAN, MINNESOTA, MISSOURI, OHIO, OR WISCONSIN,
SEND APPLICATIONS TO:

MATERIALS LICENSING SECTION
U.S. NUCLEAR REGULATORY COMMISSION, REGION III
801 WARRENVILLE RD.
Lisle, IL 60532-4351

ALASKA, ARIZONA, ARKANSAS, CALIFORNIA, COLORADO, HAWAII, IDAHO, KANSAS,
LOUISIANA, MONTANA, NEBRASKA, NEVADA, NEW MEXICO, NORTH DAKOTA,
OKLAHOMA, OREGON, PACIFIC TRUST TERRITORIES, SOUTH DAKOTA, TEXAS, UTAH,
WASHINGTON, OR WYOMING, SEND APPLICATIONS TO:

NUCLEAR MATERIALS LICENSING SECTION
U.S. NUCLEAR REGULATORY COMMISSION, REGION IV
611 RYAN PLAZA DRIVE, SUITE 400
ARLINGTON, TX 76011-8064

PERSONS LOCATED IN AGREEMENT STATES SEND APPLICATIONS TO THE U.S. NUCLEAR REGULATORY COMMISSION ONLY IF THEY WISH TO POSSESS AND USE LICENSED MATERIAL IN STATES SUBJECT TO U.S. NUCLEAR REGULATORY COMMISSION JURISDICTIONS.

1. THIS IS AN APPLICATION FOR (Check appropriate item):

- ☐ A. NEW LICENSE
☒ B. AMENDMENT TO LICENSE NUMBER 29-00170-04
☐ C. RENEWAL OF LICENSE NUMBER _____

2. NAME AND MAILING ADDRESS OF APPLICANT (Include Zip code)

Bell Laboratories
Division of Lucent Technologies Inc
600 Mountain Avenue
Murray Hill, NJ 07974-0636

3. ADDRESS(ES) WHERE LICENSED MATERIAL WILL BE USED OR POSSESSED

4. NAME OF PERSON TO BE CONTACTED ABOUT THIS APPLICATION:

John E. Riley, Jr.

TELEPHONE NUMBER
(908) 582-5608

SUBMIT ITEMS 5 THROUGH 11 ON 8 1/2 X 11" PAPER. THE TYPE AND SCOPE OF INFORMATION TO BE PROVIDED IS DESCRIBED IN THE LICENSE APPLICATION GUIDE.

5. RADIOACTIVE MATERIAL
a. Element and mass number, b. chemical and/or physical form, and c. maximum amount which will be possessed at any one time

6. PURPOSE(S) FOR WHICH LICENSED MATERIAL WILL BE USED

7. INDIVIDUAL(S) RESPONSIBLE FOR RADIATION SAFETY PROGRAM AND THEIR TRAINING EXPERIENCE

8. TRAINING FOR INDIVIDUALS WORKING IN OR FREQUENTING RESTRICTED AREAS

9. FACILITIES AND EQUIPMENT

10. RADIATION SAFETY PROGRAM

11. WASTE MANAGEMENT

12. LICENSEE FEES (See 10 CFR 170 and Section 170.31)

FEE CATEGORY 3E AMOUNT ENCLOSED \$ 350.00

13. CERTIFICATION: (Must be completed by applicant) THE APPLICANT UNDERSTANDS THAT ALL STATEMENTS AND REPRESENTATIONS MADE IN THIS APPLICATION ARE BINDING UPON THE APPLICANT.

THE APPLICANT AND ANY OFFICIAL EXECUTING THIS CERTIFICATION ON BEHALF OF THE APPLICANT, NAMED IN ITEM 2, CERTIFY THAT THIS APPLICATION IS PREPARED IN CONFORMITY WITH TITLE 10, CODE OF FEDERAL REGULATIONS, PARTS 30, 32, 33, 34, 35, 36, 39 AND 40, AND THAT ALL INFORMATION CONTAINED HEREIN IS TRUE AND CORRECT TO THE BEST OF THEIR KNOWLEDGE AND BELIEF.

WARNING: 18 U.S.C. SECTION 1001 ACT OF JUNE 25, 1948 62 STAT. 749 MAKES IT A CRIMINAL OFFENSE TO MAKE A WILLFULLY FALSE STATEMENT OR REPRESENTATION TO ANY DEPARTMENT OR AGENCY OF THE UNITED STATES AS TO ANY MATTER WITHIN ITS JURISDICTION.

CERTIFYING OFFICER - TYPED/PRINTED NAME AND TITLE

John J. Kissane, Assistant Secretary

SIGNATURE

John J. Kissane

DATE

2/15/96

FOR NRC USE ONLY

TYPE OF FEE	FEE LOG	FEE CATEGORY	AMOUNT RECEIVED	CHECK NUMBER	COMMENTS
			\$		

APPROVED BY

DATE

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122913

(FOR LFMS USE)
INFORMATION FROM LTS

```
: PROGRAM CODE: 03520  
: STATUS CODE: 0  
: FEE CATEGORY: 3E  
: EXP. DATE: 19981231  
: FEE COMMENTS:  
: DECOM FIN ASSUR REQD: Y
```

4. REGION

APPLICANT/LICENSEE: AT&T BELL LABORATORIES
RECEIVED DATE: 960220
DOCKET NO: 3029523
CONTROL NO.: 122913
LICENSE NO.: 29-00170-04
ACTION TYPE: AMENDMENT

AMOUNT: _____
CHECK NO.: _____

SIGNED _____
DATE _____

1. FEE CATEGORY AND AMOUNT: 3E 7350

AMENDMENT
RENEWAL
LICENSE

SIGNED Brenda B...
DATE 3/12/81

Log *Mar 4*
 Remitter
 Check No. *01101685*
 Amount *(81960) \$350 Also re*
 Fee Category *3E*
 Type of Fee *AMD*
 Date Check Rec'd
 Date Completed *3/2/96*
 By *Brenda B...*

122909, 122910,
122911 & 122912