



DL-031296-04

Western Stress, Inc.

HEAT TREATING AND INSPECTION

111 North 16th Street, La Porte, Texas 77571-3164
PH (713)471-9600. FAX (713)471-8797

March 12, 1996

Mr. Hector Bermudez
Nuclear Materials Licensing Section
U. S. Nuclear Regulator Commission
Region II
101 Marietta Street, N.W., Suite 2000
Atlanta, GA 30323-0199

Dear Mr. Bermudez:

Re: Letter of Agreement

This letter is in reference to the purchase of the assets of Western Stress, Inc., a Texas corporation ("WSI"). Under the terms of the sale, WSI will sell substantially all of its assets (including all documents and records relating to compliance with the Code of Federal Regulations and other NRC rules and regulations) to Analytic Stress Relieving, Inc., a Louisiana corporation ("Analytic"), which will operate such assets as Western Stress, a Division of Analytic Stress Relieving, Inc. In order to facilitate the successful assignment of the NRC License No. 45-27519-01 (the "License") from WSI to Analytic, we would like to provide the following information to you:

1. Under the terms of the agreement with WSI, Analytic is required to retain a majority of WSI's employees, including employees having control over NRC licensed activities. Pursuant to the agreement, the employees retained by Analytic will include the Radiation Safety Officer named in the Request, Raymond M. Martin; however, none of WSI's executive officers or directors will be retained by Analytic.

2. WSI will be liquidated shortly after consummation of the sale of substantially all of its assets to Analytic. WSI will not conduct business after the sale, other than incidental matters pursuant to winding up its affairs.

3. All surveillance items and records will be current at the time of transfer. To my best knowledge, after reasonable investigation, all surveillance requirements and records are up to date.



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4. To my knowledge, there is no contamination of the facilities covered by the License.

5. To my knowledge, there are no open inspection items and/or any resulting enforcement actions, relating to the License. We have informed Analytic that no such items or actions exist.

In addition to this letter, Mr. James G. Speese (Western Stress, Inc.'s Corporate Radiation Safety Officer, Richmond, VA) has prepared the request for a license amendment change (the "Request") and it will be forwarded to the N.R.C. by March 13, 1996. Included in the Request will be the necessary name and corporate office relocation changes. Also, you should be receiving a letter from Analytic setting forth any additional required information and statements.

If you have any questions concerning the purchase of Western Stress, Inc., please call me at (713) 471-9600

Very truly yours,

WESTERN STRESS, INC.

A handwritten signature in cursive script, appearing to read "Ryotaro Moqi", is positioned above the typed name.

Ryotaro Moqi,
President

copy: Mr. James G. Speese
WSI Corporate Radiation Safety Officer