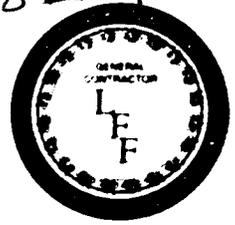




DL-050598-01



**APAC - Virginia, Inc. • L. F. Franklin & Sons Division**  
**2786 Martinsburg Pike • P.O. Box 339 • Stephenson, VA 22656-0339 • (540) 662-4008**

May 5, 1998

Mr. Wade Loo  
United States Nuclear Regulatory Commission  
Office of Nuclear Material Safety and Safeguards  
Washington, D.C. 20555

Re: Valley Asphalt Products, Inc.  
License Number 45-24880-01

Dear Mr. Loo:

Please be advised that this company, APAC-VIRGINIA, INC., acquired the assets of Valley Asphalt Products, Inc. on January 9, 1998 and we are in the process of securing the proper titles, licenses, permits and deeds associated with the acquisition.

One of the remaining matters is the Troxler Nuclear Gauge, Model 4640A with Serial Number 338, which we are awaiting the physical delivery.

It is our present understanding and position that Valley Asphalt Products, Inc. is currently requesting the required transportation authorization from your office.

It is further understood that your office requires certain information from this company and wish to comply with the pertinent information, as reflected in Items 13, 14 and 15 of the Information needed for change of ownership application.

Please be advised that APAC-VIRGINIA, INC., will abide with all the rules and regulations as set forth by the Nuclear Regulatory Commission for the utilization of the Troxler Gauge. APAC-VIRGINIA, INC., will accept full liability for the gauge, the storage site and for open inspection items.

APAC-VIRGINIA, INC. hereby agrees to the change in ownership will abide with all constraints, conditions, requirements, representations and commitments identified in the existing License Number 45-24880-01.

If your office needs any further information pertaining to the matter, please contact this writer at your convenience.

Yours very truly,

APAC-VIRGINIA, INC.

Charles F. Potts, Jr.  
Division President