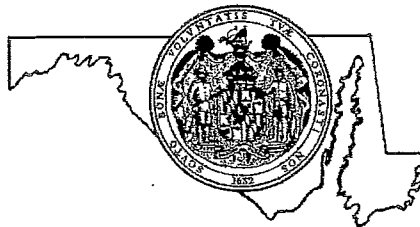


Andrew N. Pollak, M.D.
CHAIR

STATE OF MARYLAND

Ben Steffen
EXECUTIVE DIRECTOR



MARYLAND HEALTH CARE COMMISSION

4160 PATTERSON AVENUE – BALTIMORE, MARYLAND 21215
TELEPHONE: 410-764-3460 FAX: 410-358-1236

August 13, 2019

Howard L. Sollins, Esquire
Baker Donaldson
100 Light Street
Baltimore Maryland 21202

Re: Acquisition of Fort Washington Medical Center, Inc.

Dear Mr. Sollins:

I write in response to your letter of July 22, 2019 notifying the Maryland Health Care Commission (“Commission”) of the plan by Adventist HealthCare, Inc. (“AHC”) to acquire Fort Washington Medical Center, Inc. (“FWMC”) and requesting a determination with respect to Certificate of Need requirements associated with this transaction. The letter indicates that this transaction is anticipated to occur on or around October 1, 2019. AHC intends to form a wholly-owned subsidiary, Adventist HealthCare Fort Washington Medical Center, Inc., that will acquire substantially all of the assets of FWMC, a general hospital. This subsidiary will also acquire all of the membership interests in Fort Washington Urgent Care NOW, L.L.C. currently held by Fort Washington Ambulatory Services, L.L.C., an affiliate of FWMC.

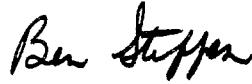
Your letter states that the bed capacity and services currently provided by Fort Washington Medical Center will not change as a result of the acquisition by AHC.

I have determined that timely notice of this transaction was provided and that the information required for inclusion in a notice of acquisition of a health care facility, as described at COMAR 10.24.01.03A, was also provided. The transaction does not require Certificate of Need or other regulatory review by the Commission. This determination of coverage is valid for a period not to exceed 180 days. Please provide a notice of completion of this transaction, signed by both parties, stating the date the acquisition was effective. A copy of the notice of completion of the acquisition should also be sent to the Office of Health Care Quality of the Maryland Department of Health. Failure to document completion of the acquisition by the end of this 180-day period will require another determination of coverage.

Howard L. Sollins, Esquire
August 13, 2019
Page 2

If you have any questions, please contact Kevin McDonald, Chief, Certificate of Need, at 410-764-5982.

Sincerely,

A handwritten signature in black ink that reads "Ben Steffen". The signature is written in a cursive style with a large initial "B".

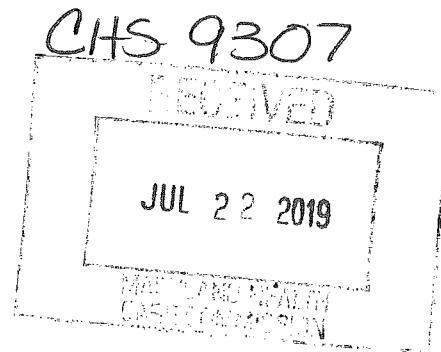
Ben Steffen
Executive Director

cc: Katie Wunderlich, Executive Director, Health Services Cost Review Commission
Patricia Nay, M.D., Executive Director, Office of Health Care Quality, MDH
Ernest L. Carter, M.D., Ph.D., Acting Health Officer, Prince George's County
Kevin McDonald, Chief, Division of Certificate of Need
Suellen Wideman, Assistant Attorney General

BAKER DONELSON

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HOWARD L. SOLLINS, SHAREHOLDER
Direct Dial: 410-862-1101
Direct Fax: 443-263-7569
E-Mail Address: HSOLLINS@bakerdonelson.com



July 22, 2019

Mr. Ben Steffen
Executive Director
Maryland Health Care Commission
4160 Patterson Avenue
Baltimore, Maryland 21215

Re: **Determination Request:
Adventist HealthCare Acquisition of Fort Washington
Medical Center**

Dear Mr. Steffen:

This is a request for a determination from the Maryland Health Care Commission (the "Commission") under COMAR 10.24.01.03A that a certificate of need ("CON") is not required for Adventist HealthCare, Inc. ("AHC") to acquire Fort Washington Medical Center, an acute care hospital, and a related entity providing urgent care and non-emergency physician services (the "Transaction"). This Transaction will constitute an acquisition of a health care facility pursuant to COMAR 10.24.01.01.B(1). Closing on the Transaction is planned for October 1, 2019. Accordingly and as required by COMAR 24.01.03.A, we are providing the Commission with at least 30 days advance notice of the proposed transaction.

The Transaction

AHC is forming a wholly owned subsidiary, Adventist HealthCare Fort Washington Medical Center, Inc. ("AHC-FW"). AHC-FW will acquire substantially all of the assets of Fort Washington Medical Center, Inc. ("FWMC") and all of the membership interests in Fort Washington Urgent Care NOW, LLC ("FWUC") currently held by Fort Washington Ambulatory Services, LLC, an affiliate of FWMC. No change in FWMC beds or services will occur as a result of the asset transfer. FWUC is not a "health care facility" under the CON law.

FWMC Health Care Beds and Services

- FWMC operates in Prince George's County. FWMC provides medical and surgical services, physician services and imaging services including CT, mammography, ultrasound and nuclear medicine. FWMC is currently licensed for 28 acute care hospital beds of which 4 beds are critical care beds. FWMC has 3 mixed use operating rooms (plus procedure rooms), operates a 24/7 emergency department with 18 treatment spaces (plus non-treatment spaces) and uses its licensed hospital beds for both inpatient services and observation.

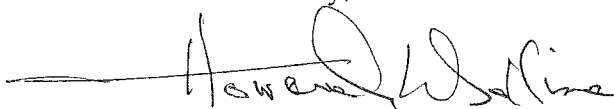
FWMC Admissions and Gross Operating Revenues

- FWMC had 2,064 admissions in Calendar Year 2018.
- In Fiscal Year 2018, FWMC had gross operating revenues of \$54,041,865.

Accordingly, the AHC requests a determination that the Transaction does not require a CON.

If you have any questions, do not hesitate to contact me at 410-862-1101.

Sincerely,

A handwritten signature in black ink, appearing to read "Howard L. Sollins". The signature is written in a cursive style with a horizontal line extending to the left.

Howard L. Sollins

cc: Mr. Robert Jepson
Mr. Paul Parker
Mr. Kevin McDonald
Ms. Ruby Potter
Ernest M. Carter, M.D., Ph.D., Health Officer
Tricia Nay, M.D., Director OHCQ
Renee Webster, OHCQ