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NOV 12 2014

HEALTH FACILITIES &
SERVICES REVIEW BOARD

November 4, 2014

Courtney Avery, Administrator
Illinois Health Facilities and Services Review Board
525 West Jefferson St., 2nd Floor
Springfield, IL 62761

RE: Project Completion Letter for Exemptions # E-010-14 and E-009-14, Saint Anthony's Health Center and Saint Clare's Hospital Change of Ownership to OSF Healthcare System

Dear Ms. Avery:

This letter serves as project completion notice to the Illinois Health Facilities and Services Review Board (the "Board") that the changes of ownership, for which Certificates of Exemption permits were granted by the Board on August 27, 2014 to OSF Healthcare System and Saint Anthony's Health Center, closed on time and as scheduled on October 31, 2014.

Please note that as listed on our application there was no acquisition price for this transaction, and all obligations have been fulfilled by the parties in accordance with the Affiliation Agreement.

With this project completion letter, it is our understanding that OSF Healthcare System and Saint Anthony's Health Center, including Saint Clare's Hospital (n/k/a OSF Saint Anthony's Health Center) have complied with all requirements of the Board with regard to the transaction described above, as described in the certified letters to us dated August 28, 2014 acknowledging the Board's approval of our exemptions. A copy of the file-stamped Articles of Merger, and IDPH Hospital License issued pursuant to this change in ownership is attached. Please note that although two exemptions were received, only one hospital license was issued, as we applied for a single hospital/multi-campus license pursuant to the Hospital Licensing Act, Section 4.5.

Please contact me directly at (309) 655-2402 if there are any further questions regarding this transaction. On behalf of the applicants for this exemption, please further accept this letter as our thanks to the Board and Staff for the time spent reviewing and approving our application for a change of ownership exemption permit.

Sincerely,



Michael Henderson
Corporate Attorney
OSF Healthcare System

enclosures

Cc: Mike Constantino, HFSRB Staff
Kevin Schoepfle, CEO, OSF Healthcare System
Ajay Pathak, President, OSF Saint Anthony's Health Center
Robert Brandfass, SVP, OSF Healthcare System
Mark Hohulin, SVP, OSF Healthcare System
Ed Parkhurst, Consultant to OSF

← DISPLAY THIS PART IN A CONSPICUOUS PLACE

REMOVE THIS CARD TO CARRY AS AN IDENTIFICATION

State of Illinois 1757033

Department of Public Health

LICENSE, PERMIT, CERTIFICATION, REGISTRATION
OSF Saint Anthony's Health Center

EXPIRATION DATE	CATEGORY	ID NUMBER
10/31/15		0005942

General Hospital

Effective: 11/01/14

OSF Saint Anthony's Health Center
1 Saint Anthony's Way
Alton, IL 62002
2nd Campus at 915 East 5th Street
Alton, IL 62002

FEE RECEIPT NO.

State of Illinois 1757033
Department of Public Health

LICENSE, PERMIT, CERTIFICATION, REGISTRATION

The person, firm or corporation whose name appears on this certificate has complied with the provisions of the Illinois Statutes and/or rules and regulations and is hereby authorized to engage in the activity as indicated below.

Lamar Hasbrouck, MD, MPH
Acting Director

Issued under the authority of
The State of Illinois
Department of Public Health

EXPIRATION DATE	CATEGORY	ID NUMBER
10/31/15		0005942
General Hospital		
Effective: 11/01/14		

BUSINESS ADDRESS
OSF Saint Anthony's Health Center
1 Saint Anthony's Way
Alton, IL 62002
2nd Campus at 915 East 5th Street
Alton, IL 62002

The face of this license has a colored background. Printed by Authority of the State of Illinois • 4/97 •



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

OCTOBER 31, 2014

0107-414-8

SISTER THERESA ANN BRAZEAU-OSF
1175 ST FRANCIS LANE
EAST PEORIA, IL 61611-1299

RE OSF HEALTHCARE SYSTEM

DEAR SIR OR MADAM:

ENCLOSÉD YOU WILL FIND ARTICLES OF MERGER REGARDING THE ABOVE CORPORATION.

THE FILING FEE HAS BEEN RECEIVED AND CREDITED.

SINCERELY,

A handwritten signature in cursive script that reads "Jesse White".

JESSE WHITE
SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

FORM NFP 111.25 (rev. Dec. 2003)

**ARTICLES OF MERGER
OR CONSOLIDATION**

General Not For Profit Corporation Act

Jesse White, Secretary of State
Department of Business Services
501 S. Second St., Rm. 350
Springfield, IL 62756
Telephone (217) 782-6961
www.cyberdriveillinois.com

FILED

OCT 31 2014

**JESSE WHITE
SECRETARY OF STATE**

Remit payment in the form of a
check or money order payable
to the Secretary of State.

File # 0107-414-8 Filing Fee: \$25.00 Approved: Jt

-----Submit in duplicate-----Type or Print clearly in black ink-----Do not write above this line-----

NOTE: Strike inapplicable word in items 1, 3 and 4.

1. Names of the corporations proposing to ^{merge}~~consolidate~~, and the state or country of their incorporation are:

Name of Corporation	State or Country of Incorporation	File Number
<u>OSF Healthcare System</u>	<u>Illinois</u>	<u>01074148</u>
<u>Saint Anthony's Health Center</u>	<u>Illinois</u>	<u>18085305</u>

2. The laws of the state or country under which each corporation is incorporated permit such merger or consolidation.

3. The name of the ^{surviving}~~new~~ corporation: OSF Healthcare System

and it shall be governed by the laws of: Illinois

4. The plan of ^{merger}~~consolidation~~ is as follows:

(If space is insufficient, attach additional pages size 8 1/2 x 11.)

1. At the Effective Date (defined below), Saint Anthony's Health Center shall be merged with and into OSF Healthcare System pursuant to the provisions of Article 11 of the Illinois General Not for Profit Corporation Act of 1986
2. At the Effective Date the separate existence of Saint Anthony's Health Center will cease to exist, OSF Healthcare System shall be the surviving corporation in the merger (the "Surviving Corporation"), and the Surviving Corporation shall succeed, without other transfer, to all of the rights and property of Saint Anthony's Health Center and shall be subject to all of the debts and liabilities of Saint Anthony's Health Center in the same manner as if the Surviving Corporation had itself incurred them. All rights of creditors and all liens upon the property of each corporation shall be preserved unimpaired.
3. The Articles of Incorporation and Bylaws of the Surviving Corporation in effect as of the Effective Date shall be the Articles of Incorporation and Bylaws of the Surviving Corporation until amended.
4. The merger shall be effective on November 1, 2014 (the "Effective Date").

- merger
5. The plan of ~~consolidation~~ was approved, (a) as to each corporation not incorporated in Illinois, in compliance with the laws of the state under which it is incorporated, and (b) as to each Illinois corporation, as follows:

(Please indicate the manner by which the plan was approved by inserting the comparable letter in the box following each corporate name.)

- A. By the affirmative vote of a majority of the directors in office, at a meeting of the board of directors. (§ 111.15)
- B. By written consent, signed by all the directors in office, in compliance with Section 108.45 of this Act. (§ 108.45 & § 111.15)
- C. At a meeting of members by the affirmative vote of members having not less than the minimum number of votes necessary to adopt the plan, as provided by this Act, the articles of incorporation or the bylaws (§ 111.20)
- D. By written consent, signed by members having not less than the minimum number of votes necessary to adopt the plan, as provided by this Act, the articles of incorporation or the bylaws, in compliance with Section 107.10 of this Act. (§ 107.10 & § 111.20)

NAME OF CORPORATION

MANNER

OSF Healthcare System

A and C

Saint Anthony's Health Center

A and D

6. (Not applicable if surviving or new corporation is an Illinois corporation)

It is agreed that, upon and after the issuance of a certificate of merger or consolidation by the Secretary of State of the State of Illinois:

- a. The surviving or new corporation may be served with process in this state in any proceeding for the enforcement of any obligation of any domestic corporation which is party to such merger or consolidation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving or new corporation to accept service of process in any such proceeding.

7. The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK.**)

Dated 10-27 2014
(Month & Day) (Year)

OSF Healthcare System
(Exact Name of Corporation)

Sister Duane Marie McGrew, OSF
(Any Authorized Officer's Signature)

SISTER DIANE MARIE MCGREW, OSF PRESIDENT
(Type or Print Name and Title)

Dated 10-24 14
(Month & Day) (Year)

Saint Anthony's Health Center
(Exact Name of Corporation)

Sister M. Mikala Meidl
(Any Authorized Officer's Signature)

Sister M. Mikala Meidl President CEO
(Type or Print Name and Title)

Dated _____
(Month & Day) (Year)

(Exact Name of Corporation)

(Any Authorized Officer's Signature)

(Type or Print Name and Title)