



HEALTHCARE SYSTEM

800 N.E. Glen Oak Avenue, Peoria, Illinois 61603-3200 Phone (309) 655-2850

RECEIVED

APR 07 2014

HEALTH FACILITIES &
SERVICES REVIEW BOARD

April 3, 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 Exemption # E-020-13: Kewanee 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 change of ownership, for which a Certificate of Exemption permit was granted by the Board on December 17, 2013 to OSF Healthcare System and Kewanee Hospital, closed on time and as scheduled April 1, 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, the complete details of which were attached to our application for the Certificate of Exemption.

With this project completion letter, it is our understanding that OSF Healthcare System and Kewanee Hospital (n/k/a OSF Saint Luke Medical Center) have complied with all requirements of the Board with regard to the transaction described above, as described in the your certified letter to us dated December 18, 2013 acknowledging the Board's approval of our exemption. A copy of the file-stamped Articles of Merger, and IDPH Hospital License issued pursuant to this change in ownership is attached.

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

Cc: Kevin Schoepflein
Lynn Fulton
Ajay Pathak
Ed Parkhurst

Robert Brandfass
Mark Hohulin
Anca Adams

OSF Saint Anthony Medical Center - Rockford, IL
OSF Saint James-John W. Albrecht Medical Center - Pontiac, IL
OSF St. Joseph Medical Center - Bloomington, IL
OSF Saint Francis Medical Center - Peoria, IL
OSF Medical Group

OSF St. Mary Medical Center - Galesburg, IL
OSF Saint Clare Home - Peoria Heights, IL
OSF Holy Family Medical Center - Monmouth, IL
OSF St. Francis Hospital - Escanaba, MI
OSF Home Care



State of Illinois 1757027
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
DIRECTOR

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

EXPIRATION DATE	CATEGORY	I.D. NUMBER
03/31/15	BGBD	0005926
FULL LICENSE CRITICAL ACCESS HOSPITAL EFFECTIVE: 04/01/14		

BUSINESS ADDRESS

OSF Saint Luke Medical Center
 1051 W. South St.
 Kewanee, IL 61443

The face of this license has a colored background. Printed by Authority of the State of Illinois • 4/87 •

DISPLAY THIS PART IN A
 CONSPICUOUS PLACE

REMOVE THIS CARD TO CARRY AS AN
 IDENTIFICATION

State of Illinois
Department of Public Health
1757027
 LICENSE, PERMIT, CERTIFICATION, REGISTRATION
 OSF Saint Luke Medical Center

EXPIRATION DATE	CATEGORY	I.D. NUMBER
03/31/15	BGBD	0005926

FULL LICENSE
 CRITICAL ACCESS HOSPITAL

EFFECTIVE: 04/01/14

OSF Saint Luke Medical Center
 1051 W. South St.
 Kewanee, IL 61443

FEE RECEIPT NO.



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

APRIL 1, 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:

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

THE FILING FEE HAS BEEN RECEIVED AND CREDITED.

SINCERELY,

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

FILED

APR - 1 2014

JESSE WHITE
SECRETARY OF STATE

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

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 

-----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 ~~consolidate~~ ^{merge}, 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>KEWANEE HOSPITAL</u>	<u>ILLINOIS</u>	<u>08766444</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 ~~new~~ ^{surviving} corporation: OSF HEALTHCARE SYSTEM

and it shall be governed by the laws of: ILLINOIS

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

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

1. At the Effective Date (defined below), Kewanee Hospital 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 Kewanee Hospital 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 Kewanee Hospital and shall be subject to all of the debts and liabilities of Kewanee Hospital 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 the date of filing of Articles of Merger executed by Kewanee Hospital and the Surviving Corporation (the "Effective Date").

5. The plan of ~~consolidation~~ ^{merger} 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

KEWANEE HOSPITAL

A

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 April 1 2014
(Month & Day) (Year)

OSF HEALTHCARE SYSTEM
(Exact Name of Corporation)

Sister Judith Ann Duvall O.S.F.
(Any Authorized Officer's Signature)

Sister Judith Ann Duvall, O.S.F., Chairperson
(Type or Print Name and Title) of the Board

Dated March 20 2014
(Month & Day) (Year)

KEWANEE HOSPITAL
(Exact Name of Corporation)

Gary Pfeiffer
(Any Authorized Officer's Signature)

GARY PHEIFFER, CHAIRMAN, BOARD OF TRUSTEES
(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)



STATE OF ILLINOIS
HEALTH FACILITIES AND SERVICES REVIEW BOARD

525 WEST JEFFERSON ST. • SPRINGFIELD, ILLINOIS 62761 • (217) 782-3516 • FAX: (217) 785-4111

December 18, 2013

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Mark Hohulin, Decision Support Services
OSF Healthcare System
800 NE Glen Oak Avenue
Peoria, IL 61603

Re: Exemption Approval
EXEMPTION NUMBER: E-020-13
FACILITY NAME: Kewanee Hospital, Kewanee

APPLICANTS: Kewanee Hospital - OSF Healthcare System

Dear Mr. Hohulin:

On December 17, 2013, the Illinois Health Facilities and Services Review Board/Chairwoman approved the exemption application for the referenced project based upon the project's substantial conformance with the applicable standards and criteria of 77 Ill Adm. Code 1130. In arriving at a decision, the State Board considered the findings contained in the State Board Staff Report, the exemption application material, public hearing testimony and documents, any testimony made before the State Board, and the Illinois Health Facilities Planning Act (20 ILCS 3960).

The operating entity licensee and the owner of the site is OSF Health Care System. The exemption change of ownership involves a purchase resulting in the issuance of a license to an entity different from the current licensee. The acquisition price/fair market value is \$0.

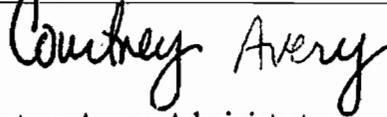
You are reminded that this exemption is only valid for 24 months from the date of approval and is not transferable or assignable. This exemption must be completed within the 24 -month period. To demonstrate completion of this transaction, the exemption holder must provide the State Agency with the date that the ownership change occurred and also provide a copy of the license or certification issued pursuant to the change of ownership. Failure to provide the required notification shall subject the exemption holder to the sanctions provided under Section 14 of the Illinois Health Facilities Planning Act. The exemption holder is also reminded that 77 IAC 1130.140 defines transactions that constitute a change of ownership of a health care facility. You should become familiar with those definitions.

The State Board's approval does not exempt the transaction from any other regulatory, certification or licensure requirements that may be applicable prior to acquisition. The exemption will be invalid should the facility for which the change of ownership was granted cease to be an existing health care facility as defined in 77 IAC 1130.140.

Exemption Permit Letter
Page 2 of 2

This permit does not exempt the project or permit holder from licensing and certification requirements, including approval of applicable architectural plans and specifications prior to construction. **Please note the Illinois Department of Public Health will not license the proposed facility until such time as all of the permit requirements have been completed.** Should you have any questions regarding the permit requirements, please contact Mike Constantino at 217-782-3516.

Sincerely,



Courtney Avery, Administrator
Illinois Health Facilities and Services Review Board

cc: Kathy J. Olson, Chairwoman