A RESOLUTION of the Board of County Commissioner of Orange County, Florida, approving the expenditure by Adventist Health System/Sunbelt, Inc., a Florida not-for-profit corporation, of up to $20,000,000 of the proceeds from the sale of its Medical Center Hospital in Punta Gorda, Florida.

WHEREAS, the Orange County Health Facilities Authority (the “Authority”) has been created by this Board of County Commissioners of Orange County, Florida (this “Board”) pursuant to the Health Facilities Authorities Law, Part III of Chapter 154, Florida Statutes; and

WHEREAS, on January 11, 1995 the Authority held a public hearing (the “Hearing”) following reasonable public notice, on the proposed expenditure by Adventist Health System/Sunbelt, Inc., a Florida not-for-profit corporation (the “Corporation”), of up to $20,000,000 of the proceeds from the sale of its Medical Center Hospital in Punta Gorda, Florida, for the purposes set forth in the public notice of such meeting entitled “Notice of Public Hearing” (the “Notice”) and as more fully described therein, all pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), as amended; and

WHEREAS, attached hereto as Exhibit A, B and C, respectively, are copies of the Notice, the publisher’s affidavit evidencing publication thereof and the minutes of the Hearing; and

WHEREAS, Section 147(f) of the Code requires the approval of such expenditures by this Board as the “applicable elected representative” under such Section, and this Board desires to give such approval:

NOW THEREFORE, Be it Resolved by the Board of County Commissioners of Orange County, Florida, as follows:

Section 1. The expenditure by the Corporation of up to $20,000,000 of the proceeds from the sale of its Medical Center Hospital in Punta Gorda, Florida for the purposes set forth in the Notice is hereby approved.

Section 2. The approval given herein shall be solely for the purpose of satisfying the requirements of Section 147(f) of the Code and shall not be construed as an approval of any zoning application or any regulatory permit required in connection with such expenditures, and this Board shall not be construed by virtue of its adoption of this Resolution to have waived, or be estopped from asserting, any rights or responsibilities it may have in that regard.

Section 3. This Resolution shall take effect immediately upon its adoption.
ADOPTED this 31st day of January, 1995.

ORANGE COUNTY, FLORIDA

By  

Chairman

[SEAL]

ATTEST:

County Clerk
MINUTES OF A PUBLIC HEARING of the ORANGE COUNTY HEALTH FACILITIES AUTHORITY held in the First Floor Conference Room at the Orange County Administration Center, Orlando, Florida, at 4:00 P.M., on Wednesday, January 11, 1995.

The Orange County Health Facilities Authority (the “Authority”) held a public hearing with the following members present:

- Linda M. Shaughnessy, Chairman
- Royce B. Walden, Vice Chairman
- Hal Marston, III, Member
- Tico Perez, Member

and the following members absent:

- Fran Pignone

At 4:00 P.M., the Chairman of the Authority called the public hearing to order. The Chairman stated that the purpose of the meeting was to conduct a public hearing, pursuant to published notice as required by law (Section 147(f) of the Internal Revenue Code of 1986, as amended), on the proposed expenditure by Adventist Health System/Sunbelt, Inc., a Florida not-for-profit corporation (the “Corporation”), of up to $20,000,000 of the proceeds from the sale of its Medical Center Hospital in Punta Gorda, Florida for the purposes set forth in such notice and as more fully described therein.

The Chairman stated that the notice of the public hearing was published on December 27, 1994 in The Orlando Sentinel, a newspaper of general circulation in Orange County, Florida. The Chairman further stated that the publisher’s affidavit for the above-described publication, with newspaper clipping attached, is forthcoming and, upon receipt, would be placed on file in the office of the Authority as part of the permanent records of the Authority.

The Chairman then announced that all interested persons wishing to contend for or protest against such expenditures by the Corporation would be heard and that all oral or written statements would be considered.

All interested persons wishing to speak were then given the full opportunity to be heard. The persons so speaking are as follows:
A summary of the views so expressed, if any, is attached hereto.

All interested persons wishing to file written statements were given the full opportunity to do so. The persons filing written statements are as follows:

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
</tr>
</thead>
<tbody>
<tr>
<td>NONE</td>
<td></td>
</tr>
</tbody>
</table>

Copies of all such written statements, if any, are attached hereto.

Prior to the public hearing, the Authority solicited written statements from interested persons pursuant to an invitation set forth in the public notice referred to above. The persons filing written statements with the Authority pursuant to such invitation are as follows:

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
</tr>
</thead>
<tbody>
<tr>
<td>NONE</td>
<td></td>
</tr>
</tbody>
</table>

Copies of all such written statements, if any, are attached hereto.

Thereupon, after all persons desiring to speak or submit written statements had been permitted to do so, the Chairman stated that the public hearing on the proposed expenditures by the Corporation was concluded.
DATED this 11th day of January, 1995.

[SEAL]

ATTEST:

Chairman

Member
Before the undersigned authority personally appeared Beverly C. Simmons, who on oath says that he/she is the Legal Advertising Representative of The Orlando Sentinel, a daily newspaper published at ORLANDO, County, Florida, that the attached copy of advertisement, being a NOTICE OF PUBLIC COURT, was published in said newspaper in the issue of 12/27/94.

Affiant further says that said Orlando Sentinel is a newspaper published at each weekly and has been entered as second-class mail matter at the post office in said ORANGE, County, Florida, for a period of one year next preceding the publication of the attached copy of advertisement; and affiant further says that he/she has neither paid nor promised any person, firm or corporation any discount, rebate, commission or refund for the purpose of securing this advertisement for publication in the said newspaper.

The foregoing instrument was acknowledged before me, 30th day of DECEMBER, 1994, by Beverly C. Simmons, who is personally known to me and who did take an oath.

(SEAL)

(Affidavit) Exhibit "B"