



North Carolina Department of Health and Human Services
Division of Health Service Regulation
Certificate of Need Section

2704 Mail Service Center • Raleigh, North Carolina 27699-2704
<http://www.ncdhhs.gov/dhsr/>

Drexdal Pratt, Director

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Phone: (919) 855-3873
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November 8, 2012

Barton Walker, Director
McGuireWoods, LLP
201 North Tyron Street
Charlotte, NC 28231

No Review

Facility or Business: Surgery Center of Wilson, LLC d/b/a Eastern Regional Surgical Center
Project Description: Change in Ownership to include two new physicians who will purchase 5.8333% interest in the company in addition the Class B member of the company, Cataract & Laser Center Partners, LLC, d/b/a/ Ambulatory Surgical Centers of America, will purchase an additional 3.9405% interest in the company.

County: Wilson
FID #: 923475

Dear Mr. Walker:

The Certificate of Need Section (CON Section) received your letter of October 10, 2012 regarding the above referenced proposal. Based on the CON law **in effect on the date of this response to your request**, the proposal described in your correspondence is not governed by, and therefore, does not currently require a certificate of need. However, please note that if the CON law is subsequently amended such that the above referenced proposal would require a certificate of need, this determination does not authorize you to proceed to develop the above referenced proposal when the new law becomes effective.


It should be noted that this determination is binding only for the facts represented by you. Consequently, if changes are made in the project or in the facts provided in your correspondence referenced above, a new determination as to whether a certificate of need is required would need to be made by the Certificate of Need Section. Changes in a project include, but are not limited to: (1) increases in the capital cost; (2) acquisition of medical equipment not included in the original cost estimate; (3) modifications in the design of the project; (4) change in location; and (5) any increase in the number of square feet to be constructed.



Walker
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Please contact the CON Section if you have any questions. Also, in all future correspondence you should reference the Facility I.D. # (FID) if the facility is licensed.

Sincerely,



Bernetta Thorne-Williams, Project Analyst



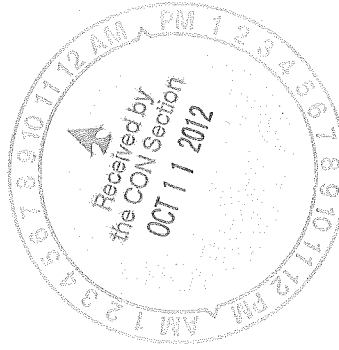
Craig R. Smith, Chief
Certificate of Need Section

cc: Medical Facilities Planning Section, DHSR
Acute and Home Care Licensure and Certification Section, DHSR

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McGUIREWOODS



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October 10, 2012

Mr. Craig R. Smith
Chief, Certificate of Need Section
Division of Health Service Regulation
North Carolina Department of Health & Human Services
809 Ruggles Drive
Raleigh, North Carolina 27603

Re: Notice of Change in Membership in Surgery Center of Wilson, LLC d/b/a Eastern Regional Surgical Center

Dear Mr. Smith,

This letter shall serve as notice that Surgery Center of Wilson, LLC d/b/a Eastern Regional Surgical Center (the "Company") intends to sell new units of ownership to two individual investors, each of whom will purchase a 5.8333% interest in the Company. In addition, the Class B member of the Company will purchase an additional 3.9405% interest in the Company pursuant to its anti-dilution right. We have attached hereto pre and post-transaction ownership charts reflecting the Company's ownership for your review.

The Company will continue operate its ambulatory surgical center under the terms of its Certificate of Need. There will be no change in the Company's tax identification number, Medicare and Medicaid numbers. The sole change that will occur is the addition of the two new members, and the purchase of additional units by the Class B member. Based on these facts, it is our understanding that the Company is not required to request an exemption from the CON Section related to the change in membership described above.

We would appreciate your office reviewing this information and advising us that our analysis is correct and that this unit issuance is not subject to CON review.

If you have any questions or concerns, please feel free to contact me at (704) 373-8923.

Kind Regards,

Barton Walker

Enclosure

CURRENT MEMBERSHIP UNITS

Members	Percentage Interests	Units
Class A Member:		
David R. Haas, M.D.	6.9121%	6.4723
Arthur H. Hanson III, M.D.	6.9121%	6.4723
Lewis P. Martin, M.D.	6.9121%	6.4723
Jobe C. Metts, III, M.D.	6.9121%	6.4723
Daniel P. Michalak, M.D.	6.9121%	6.4723
Shawn C. Putnam, M.D.	6.9121%	6.4723
James B. Rounder, M.D.	6.9121%	6.4723
Robert N. Satterfield, M.D.	6.9121%	6.4723
Bradley T. Smith, M.D.	6.9121%	6.4723
Samuel D. Cohen, M.D.	6.9121%	6.4723
Class A Total:	69.1212%	64.7230
Class B Member:		
Cataract & Laser Center Partners, L.L.C. d/b/a Ambulatory Surgical Centers of America	30.8788%	28.9138
Class B Total:	30.8788%	28.9138
TOTAL:	100.0000%	93.6364

**ANTICIPATED MEMBERSHIP UNITS
AFTER THE PURCHASE OF UNITS BY DR. ISAACS AND DR. THORP**

Members	Percentage Interests	Units
Class A Member:		
David R. Haas, M.D.	5.8333%	6.4723
Arthur H. Hanson III, M.D.	5.8333%	6.4723
Lewis P. Martin, M.D.	5.8333%	6.4723
Jobe C. Metts, III, M.D.	5.8333%	6.4723
Daniel P. Michalak, M.D.	5.8333%	6.4723
Shawn C. Putnam, M.D.	5.8333%	6.4723
James B. Rounder, M.D.	5.8333%	6.4723
Robert N. Satterfield, M.D.	5.8333%	6.4723
Bradley T. Smith, M.D.	5.8333%	6.4723
Samuel D. Cohen, M.D.	5.8333%	6.4723
*George C. Isaacs, M.D.	5.8333%	6.4723
*Adam T. Thorp, M.D.	5.8333%	6.4723
Class A Total:	69.9996%	77.6676
Class B Member:		
Cataract & Laser Center Partners, L.L.C. d/b/a Ambulatory Surgical Centers of America	30.0000%	33.2859
Class B Total:	30.0000%	33.2859
TOTAL:	100.0000%	110.9529