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RECEIVED

MAR 02 2017

STATE HEALTH PLANNING
AND DEVELOPMENT AGENCY

March 2, 2017

VIA U.S. EXPRESS MAIL

Alva M. Lambert, Esq.
Executive Director
Alabama State Health Planning and Development
Agency
P.O. Box 303025
Montgomery, Alabama 36130-3025

Re: Alabama Hospice Agency & IPU / Change of Ownership

Dear Executive Director Lambert:

Enclosed please find Change of Ownership Applications for the following hospice providers:

Hospice Type	Current Operator / Licensee	Proposed Operator / Licensee
Agency	Optum Palliative and Hospice Care, Inc. 073-P2470	Compassus OP of Alabama LLC d/b/a Compassus Hospice and Palliative Care – Birmingham 1400 Urban Center Drive, Suite 100 Vestavia Hills, AL 35242
IPU	Optum Palliative and Hospice Care, Inc. 073-P2640	Compassus OP of Alabama LLC d/b/a Compassus Hospice and Palliative Care – Birmingham 4941 Montevallo Road Irondale, AL 35210

Please note that the Change of Ownership is anticipated to occur on or about **April 1, 2017**.

Alva M. Lambert, Esq.
March 2, 2017
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Thank you for your attention to this matter. If you have any questions, please do not hesitate to contact me.

Sincerely,

ARNALL GOLDEN GREGORY LLP

A handwritten signature in black ink, appearing to read "Alex B. Foster", with a stylized flourish at the end.

Alexander B. Foster

cc: Russell Adkins, Esq. (w/encl.)
Hedy Rubinger, Esq. (w/encl.)

NOTICE OF CHANGE OF OWNERSHIP/CONTROL

The following notification of intent is provided pursuant to all applicable provisions of ALA. CODE § 22-21-270 (1975 as amended) and ALA. ADMIN. CODE r. 410-1-7-.04. This notice must be filed at least twenty (20) days prior to the transaction.

Change in Direct Ownership or Control (of a vested Facility; ALA. CODE §§ 22-20-271(d), (e))

Change in Certificate of Need Holder (ALA. CODE § 22-20-271(f))

Change in Facility Management (Facility Operator)

Any transaction other than those above-described requires an application for a Certificate of Need.

Part I: Facility Information

SHPDA ID Number: 073-P2470
(This can be found at www.shpda.alabama.gov, Health Care Data, ID Codes)

Name of Facility/Provider: Optum Palliative and Hospice Care, Inc.
(ADPH Licensure Name)

Physical Address: 1400 Urban Center Drive, Suite 100
Vestavia Hills, AL 35242

County of Location: Jefferson

Number of Beds/ESRD Stations: None / Not Applicable (Hospice Agency)

CON Authorized Service Area (Home Health and Hospice Providers Only). Attach additional pages if necessary. Bibb, Blount, Chilton, Jefferson, Shelby, St. Clair, Tuscaloosa, and Walker counties.

Part II: Current Authority (Note: If this transaction will result in a change in direct ownership or control, as defined under ALA. CODE § 22-20-271(e), please attach organizational charts outlining current and proposed structures.)

Owner (Entity Name) of Facility named in Part I: Optum Palliative and Hospice Care, Inc.

Mailing Address: 9900 Bren Road, E MN 008-T390
Minnetonka, MN 37027

Operator (Entity Name): Optum Palliative and Hospice Care, Inc.

Part III: Acquiring Entity Information

Name of Entity: Compassus OP of Alabama LLC

Mailing Address: 10 Cadillac Drive, Suite 400
Brentwood, TN 37027

Operator (Entity Name): Compassus OP of Alabama LLC

Proposed Date of Transaction is on or after: 04/01/2017

Part IV: Terms of Purchase

Monetary Value of Purchase: \$ 5.1MM

Type of Beds: None / Not Applicable (Hospice Agency)

Number of Beds/ESRD Stations: None / Not Applicable (Hospice Agency)

Financial Scope: to include Preliminary Estimate of the Cost Broken Down by Equipment, Construction, and Yearly Operating Cost:

Projected Equipment Cost: \$ 0

Projected Construction Cost: \$ 0

Projected Yearly Operating Cost: \$ 5.1MM

Projected Total Cost: \$ 5.1MM

On an Attached Sheet Please Address the Following:

- 1.) The services to be offered by the proposal (the applicant will state whether he has previously offered the service, whether the service is an extension of a presently offered service, or whether the service is a new service).
- 2.) Whether the proposal will include the addition of any new beds.
- 3.) Whether the proposal will involve the conversion of beds.
- 4.) Whether the assets and stock (if any) will be acquired.

Part V: Certification of Information

Current Authority Signature(s):

The information contained in this notification is true and correct to the best of my knowledge and belief.

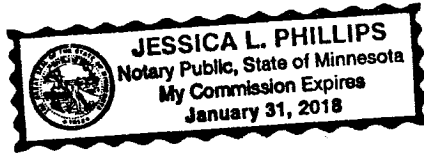
Owner(s): Michelle Huntley, Optum Palliative and Hospice Care, Inc.

Operator(s): Michelle Huntley, Optum Palliative and Hospice Care, Inc.

Title/Date: Michelle Huntley, Asst. Secretary

SWORN to and subscribed before me, this 15th day of March, 2017.

(Seal)



Jessica Phillips
Notary Public

My Commission Expires: 1/31/18

Acquiring Authority Signature(s):

I agree to be responsible for reporting of all services provided during the current annual reporting period, as specified in ALA. ADMIN. CODE r. 410-1-3-.12. The information contained in this notification is true and correct to the best of my knowledge and belief.

Purchaser(s): _____ Compassus OP of Alabama LLC

Operator(s): _____ Compassus OP of Alabama LLC

Title/Date: Anthony James, President _____

SWORN to and subscribed before me, this _____ day of February, 2017.

(Seal)

Notary Public

My Commission Expires: _____

Author: Alva M. Lambert
Statutory Authority: § 22-21-271(c), Code of Alabama, 1975
History: New Rule

SWORN to and subscribed before me, this _____ day of February, 2017.

(Seal)

Notary Public

My Commission Expires: _____

Acquiring Authority Signature(s):

I agree to be responsible for reporting of all services provided during the current annual reporting period, as specified in ALA. ADMIN. CODE r. 410-1-3-.12. The information contained in this notification is true and correct to the best of my knowledge and belief.

Purchaser(s): [Signature] Compassus OP of Alabama LLC

Operator(s): [Signature] Compassus OP of Alabama LLC

Title/Date: Anthony James, President _____

SWORN to and subscribed before me, this 28 day of February, 2017.

(Seal)

[Signature]
Notary Public

My Commission Expires: 5-19-18



Author: Alva M. Lambert
Statutory Authority: § 22-21-271(c), Code of Alabama, 1975
History: New Rule

Attachment

Responses to Application Questions 1 through 4

1) The services to be offered by the proposal (the applicant will state whether he has previously offered the service and whether the service is an extension of a presently offered service, or whether the service is a new service).

The Applicant, Compassus OP of Alabama LLC, has not previously offered the service; however, the hospice services offered will not change.

2) Whether the proposal will include the addition of any new beds.

The transaction did not include the addition of any new beds.

3) Whether the proposal will involve the conversion of beds.

The transaction did not involve the conversion of beds.

4) Whether the assets and stock (if any) will be acquired.

The transaction involved the asset sale of an existing licensed hospice provider.