



Optum™ Palliative and Hospice Care
33 Inverness Center Parkway, Suite 350
Birmingham, Alabama 35242
OptumHospice.com

RECEIVED

SEP 04 2014

STATE HEALTH PLANNING AND DEVELOPMENT AGENCY

State of Alabama
State Health Planning and Development Agency
Attention: Executive Director
100 North Union Street, Suite 870
Montgomery, AL 36104
(Post Office Box 303025, Montgomery, Alabama 36130-3025)

Dear Executive Director:

Effective March 1, 2014, Evercare Hospice, Inc. changed its legal entity name to Optum Palliative and Hospice Care, Inc. The appropriate paperwork to effectuate this legal entity name and reserve it has been filed with EHPC's domesticated state, the Delaware Secretary of State. Additionally, Evercare has filed an appropriate change of information filing with the Alabama Secretary of State and Alabama Department of Public Health.

Also, in September of 2013 Evercare Hospice, Inc. was issued a Certificate of Need for a hospice inpatient unit. Project AL2013-048. The Certificate Need needs to be corrected and issued to Optum Palliative and Hospice Care, Inc. Per the rule regarding Project Modification a fee of 35% of the original application fee must be included. The original application fee for the project was \$22,543.00. Therefore, we are enclosing a check in the amount of \$7,890.05.

The legal documents supporting the name change are also enclosed with this letter.

There will be no change of ownership or control as part of this rebranding strategy.

If there are any further questions or needs regarding the name change, I can be reached at (205)437-8654 or casey_rhodes@optum.com.

Sincerely,

Casey Rhodes
Executive Director
Optum Palliative and Hospice Care

12/14/13
SEP 04 2014
DEPARTMENT OF REVENUE AND DEVELOPMENT SERVICES

**WRITTEN CONSENT
OF THE
BOARD OF DIRECTORS
OF
EVERCARE HOSPICE, INC.**

The undersigned, being all the members of the Board of Directors of Evercare Hospice, Inc. (the "Corporation"), do hereby adopt, consent to and approve the following resolutions:

Corporate Name Change

WHEREAS, management has recommended that the Corporation change its name from "Evercare Hospice, Inc." to "Optum Palliative and Hospice Care, Inc." and amend its Articles of Incorporation and By-laws to reflect the name change

RESOLVED, that the Board of Directors approves the change of the Corporation's name to Optum Palliative and Hospice Care, Inc. and recommends to the sole stockholder, Collaborative Care Holdings, LLC, that the Articles of Incorporation and By-laws be amended to change the Corporation's name Optum Palliative and Hospice Care, Inc. to be effective upon acceptance and filing with the Delaware Secretary of State.

FURTHER RESOLVED, that the Articles of Incorporation and Bylaws of the Corporation be amended to reflect the name change.

FURTHER RESOLVED, that the officers of the Corporation be and are hereby authorized and directed to file, in the name and on behalf of the Corporation, following adoption by the sole stockholder, the Certificate of Amendment with the Secretary of State office.

Date: ^{January 17, 2014} December 17, 2013


Cynthia A. Seiwert, Director

James A. Mittelberger, Director

John O. Enderle, Director

SEP 04 2014

NOT RECORDED

**WRITTEN CONSENT
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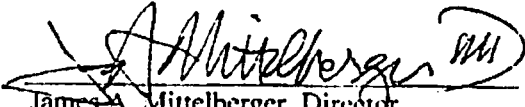
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FURTHER RESOLVED, that the officers of the Corporation be and are hereby authorized and directed to file, in the name and on behalf of the Corporation, following adoption by the sole stockholder, the Certificate of Amendment with the Secretary of State office.

Date: December 31, 2013

Cynthia A. Seiwert, Director



James A. Mittelberger, Director

John O. Enderle, Director

**WRITTEN CONSENT
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OF
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Date: December 31, 2013

Cynthia A. Seiwert, Director

James A. Mittelberger, Director

John O. Enderle, Director

Jim Bennett
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

Optum Palliative and Hospice Care, Inc.

This name reservation is for the exclusive use of Optum Palliative and Hospice Care, 9900 Bren Road East, Minnetonka, MN 55343 for a period of one year beginning March 04, 2014 and expiring March 04, 2015



RES650777

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.

March 04, 2014

Date

A handwritten signature in black ink, appearing to read "Jim Bennett".

Jim Bennett

Secretary of State

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

Evercare Hospice, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of this Corporation be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

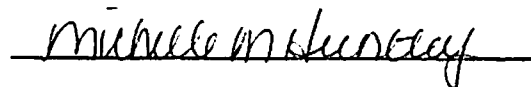
1. Name: The name of the Corporation is Optum Palliative and Hospice Care, Inc.

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

FOURTH: That this Certificate of Amendment of the Certificate of Incorporation shall be effective on March 1, 2014.

IN WITNESS WHEREOF, said Evercare Hospice, Inc. has caused this certificate to be signed by Michelle M. Huntley, its Assistant Secretary, this 18th day of December, 2013.



By: Michelle Huntley
Assistant Secretary



April 16, 2014

Provider Enrollment,

Effective March 3, 2014 Evercare Hospice and Palliative Care is now Optum Palliative and Hospice Care, Inc. The NPI - 1437189131, Medicare Provider # - 011664, Medicaid Provider # - PIC1664E and the TIN – 30-0226127 have not changed and are to remain the same.

Thank you.

A handwritten signature in black ink, appearing to read "Cyndi Seiwert".

Cyndi Seiwert
Chief Operating Officer
Optum Palliative and Hospice Care, Inc.



Sent via Certified Mail
7011 0470 0001 4204 5228

December 20, 2013

Ms. Janice R. Sadler
Program Director
Alabama Dept. of Public Health
P.O. Box 303017
Montgomery, AL 36130-3017

Re: Evercare Hospice, Inc.

Dear Director Sadler:

In connection with an internal branding strategy, pursuant to Alabama Code §420-5-17.02(8)(d)(1), the purpose of this letter is to provide official notice of a change of name of Evercare Hospice, Inc., FEIN 30-0226127, doing business as Evercare Hospice & Palliative Care ("EHPC"). Presently, EHPC maintains hospice license number E3732 (the "License") and pursuant thereto actively runs a hospice program.

Effective March 1, 2014, EHPC will be changing its legal entity name to Optum Palliative and Hospice Care, Inc. The appropriate paperwork to effectuate this legal entity name and reserve it has been filed with EHPC's domesticated state, the Delaware Secretary of State. Additionally, EHPC will file an appropriate change of information filing with the Alabama Secretary of State and CMS within the required timeframe.

EHPC will remain the holder of the License before and after the rebranding. There will be no change of ownership or control as part of this rebranding strategy.

EHPC respectfully requests that a new hospice license be issued effective March 1, 2014, reflecting the updated legal entity of Optum Palliative and Hospice Care, Inc.

If you have any questions, please contact me at 952-917-7408.

Respectfully,


Cynthia A. Seiwert
Evercare Hospice & Palliative Care

ALABAMA
STATE HEALTH PLANNING & DEVELOPMENT AGENCY
CERTIFICATE OF NEED
FOR HEALTH CARE SERVICES

SEP 04 2014
ALABAMA DEPARTMENT OF REVENUE

I. IDENTIFICATION		
1. Certificate of Need 2640-HPC	2. Date Issued: September 5, 2013	3. Termination Date: September 4, 2014
4. Project Number: AL2013-048	5. Name of Facility: Evercare Hospice, Inc.	
6. Service Area: Jefferson County	7. Location of Facility: 4941 Montevallo Rd. Birmingham, AL 35210	
8. Type of Facility: Inpatient Hospice	9. Number of Beds: See Item #11	10. Estimated Cost: \$3,084,337.00
11. Services to be provided: The applicant will establish a ten (10) bed inpatient hospice in existing space on the campus of St. Martin's in the Pines in Birmingham, AL. Evercare Inpatient Hospice will lease ten (10) skilled nursing facility beds from St. Martin's and locate its inpatient hospice facility in an existing empty space in St. Martin's original skilled nursing home building.		

II. CERTIFICATE OF NEED
In accordance with Section 22-21-264 through 22-21-279, <u>Code of Alabama</u> , 1975, the Certificate of Need Review Board finds as follows: <ol style="list-style-type: none">1. There is a need for the project.2. There are in force in the State of Alabama reasonable minimum standards of licensure and methods of operation for hospitals and health facilities.3. The prescribed standards of licensure and operation will be applied and enforced with respect to the applicant, hospital or other health facility.

III. ISSUANCE OF CERTIFICATE OF NEED
This Certificate of Need is issued to Evercare Hospice, Inc. only, for a period not to exceed 12 months from the date of issuance. This Certificate of Need is not transferable and any action on the part of the Applicant to transfer this Certificate of Need will render the Certificate of Need null and void.
<p style="text-align: right;"> _____ Alva M. Lambert Executive Director</p> <p>CORRECTED</p>