

MaineHealth

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Division of Licensing and
Regulatory Services

January 13, 2010

Phyllis Powell, Manager
Certificate of Need Unit
Division of Licensing and Regulatory Services
Department of Health and Human Services
State House Station #11
41 Anthony Avenue
Augusta, Maine 04333-0011

Re: Change of Ownership
Pen Bay Healthcare

Dear Phyllis,

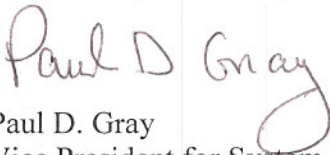
MaineHealth is requesting a ruling from the Department regarding the applicability of the Maine Certificate of Need Program to the project described below.

The Pen Bay Healthcare Board of Corporators and Board of Trustees propose to amend Pen Bay's Articles of Incorporation and Bylaws so that MaineHealth shall become its sole corporate member thereby making Pen Bay Healthcare a subsidiary corporation of MaineHealth. There is no capital expenditure requiring a Certificate of Need involved in making Pen Bay Healthcare a subsidiary corporation of MaineHealth. There are no incremental third year operating costs associated with the project. The project does not involve a debit against the amount credited to the Capital Investment Fund for the current effective period.

MaineHealth also seeks to arrange a Technical Assistance meeting within the next 30 days of this Letter of Intent. The purposes of this meeting are to assist the Department in understanding the proposal and to receive guidance from the Department concerning the nature, extent and format of the application, documentary evidence, statistical data and financial data required by the Department to evaluate the application.

We look forward to working with the Department on this important application.

Respectfully submitted,



Paul D. Gray
Vice President for System Planning

Cc: Roy Hitchings Frank McGinty Joe Kozak
 Bill Caron Robert Frank Don Quigley