



CO2022-054
RECEIVED
Jan 25 2022
STATE HEALTH PLANNING AND
DEVELOPMENT AGENCY

D. Mark Nix
President
Chief Executive Officer

January 25, 2022

Emily T. Marsal, Executive Director
State Health Planning and Development Agency
100 North Union Street, Suite 870
Montgomery, AL 36104

RE: Change of Ownership SHPDA ID#: 003-U0201
Thomas Medical Center Ambulatory Surgery Center

Dear Ms. Marsal:

In accordance with the Alabama Certificate of Need Rules and Regulations Chapter 410-1-7-.04 Notice of Change of Ownership, this correspondence and attachment will provide notice of a change in ownership with respect to Thomas Medical Center Ambulatory Surgery Center (TMC ASC).

Currently, TMC ASC is owned and operated by Gulf Health Hospitals, Inc., d/b/a Thomas Hospital. On or after February 14, 2022, Gulf Health Hospitals, Inc., d/b/a Thomas Hospital will sell and Infirmarium ASC - Daphne, LLC, will purchase the facility. This transaction will result in a change of ownership and control of the facility.

Terms of Purchase

- Gulf Health Hospitals, Inc., d/b/a Thomas Hospital will transfer ownership of the facility to Infirmarium ASC - Daphne, LLC, in exchange for a fair market value payment.

- The proposed transaction does not involve new costs associated with the facility exceeding the following expenditure thresholds:

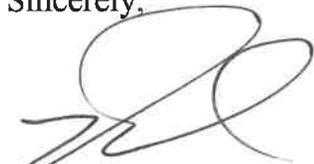
Major Medical Equipment	\$3,165,569
New Annual Operating Costs	\$1,266,226
Any Other Capital Expenditure	\$6,331,138

- The proposed transaction will not result in any new or additional services to those already authorized. Infirmiry ASC - Daphne, LLC, is a newly formed entity within the Infirmiry Health System.
- The proposed transaction will not include the addition of any new beds.
- The proposed transaction will not involve the conversion of beds.
- Infirmiry ASC - Daphne, LLC, will acquire the facility assets, however the proposed transaction does not involve the acquisition of stock.

The reviewability determination fee of \$2,500 is being submitted electronically to the SHPDA Payment Portal.

Please let me know if you have any questions or need any additional information at this time.

Sincerely,



D. Mark Nix
President & CEO

DMN/lhq

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:

003-U0201

(This can be found at www.shpda.alabama.gov, Health Care Data, ID Codes)

Thomas Medical Center Ambulatory Surgery Center Daphne

Name of Facility/Provider:

(ADPH Licensure Name)

Physical Address:

27961 U.S. Highway 98

Daphne, Alabama 36526

County of Location:

BALDWIN

Number of Beds/ESRD Stations:

0

CON Authorized Service Area (Home Health and Hospice Providers Only). Attach additional pages if necessary. Not Applicable _____

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

Gulf Health Hospitals, Inc., d/b/a Thomas Hospital

Mailing Address:

5 Mobile Infirmary Circle

Mobile, Alabama 36607

Operator (Entity Name):

Gulf Health Hospitals, Inc., d/b/a Thomas Hospital

Part III: Acquiring Entity Information

Name of Entity:

Infirmary ASC - Daphne, LLC

Mailing Address:

5 Mobile Infirmary Circle

Mobile, Alabama 36607

Operator (Entity Name): Infirmary ASC - Daphne, LLC

Proposed Date of Transaction is on or after: 02/14/2022

Part IV: Terms of Purchase

See Attached Correspondence

Monetary Value of Purchase: \$ ----- -----

Type of Beds: Not applicable

Number of Beds/ESRD Stations: 0

Financial Scope: to Include Preliminary Estimate of the Cost Broken Down by Equipment, Construction, and Yearly Operating Cost: See Attached Correspondence

Projected Equipment Cost: \$ ----- -----

Projected Construction Cost: \$ ----- -----

Projected Yearly Operating Cost: \$ ----- -----

Projected Total Cost: \$ 0.00

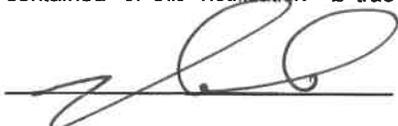
On an Attached Sheet Please Address the Following:

- 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.

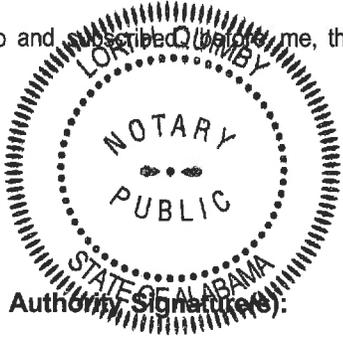
Owner(s):  -----

Operator(s): ----- -----

Title/Date: President: CEO 1/25/2022

SWORN to and subscribed before me, this 25th day of January, 2022.

(Seal)



Lori H. Quimby
Notary Public

My Commission Expires: 5/9/2023

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.

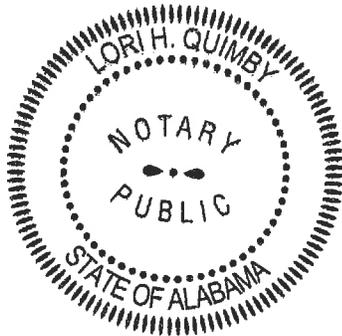
Purchaser(s): [Signature]

Operator(s): _____

Title/Date: Vice President 1/25/2022

SWORN to and subscribed before me, this 25th day of January, 2022.

(Seal)



Lori H. Quimby
Notary Public

My Commission Expires: 5/9/2023

Author: Alva M Lambert

Statutory Authority: § 22-21-271(c), Code of Alabama, 1975

History: New Rule



PRESTON
STRATEGY
GROUP

CO2022-054

RECEIVED

Jan 28 2022

STATE HEALTH PLANNING AND
DEVELOPMENT AGENCY

FILED: shpda.online@shpda.alabama.gov

January 28, 2022

Ms. Emily T. Marsal
Executive Director
State Health Planning and Development Agency
100 North Union Street, Suite 870
Montgomery, AL 36104

RE: CO2022-054
Thomas Medical Center Ambulatory Surgery Center - Daphne
SHPDA ID: 003-U0201

Dear Ms. Marsal:

This letter will confirm my receipt of your January 28, 2022, correspondence requesting additional information on the Change of Ownership (CHOW) notification submitted January 25, 2022.

Attached please find correct page 1 of the CHOW form which properly reflects the Change in Direct Ownership or Control of the vested facility.

Please let me know if you have any questions.

Sincerely,

Stephen D. Preston

NOTICE OF CHANGE OF OWNERSHIP/CONTROL

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(This can be found at www.shpda.alabama.gov Health Care Data, D Codes)

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(ADPH Licensure Name)

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Daphne, Alabama 36526

County of Location: BALDWIN

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CON Authorized Service Area (Home Health and Hospice Providers Only). Attach additional pages if necessary. Not Applicable _____

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Owner (Entity Name) of Facility named in Part I: Gulf Health Hospitals, Inc., d/b/a Thomas Hospital

Mailing Address: 5 Mobile Infirmary Circle
Mobile, Alabama 36607

Operator (Entity Name): Gulf Health Hospitals, Inc., d/b/a Thomas Hospital

Part III: Acquiring Entity Information

Name of Entity: Infirmary ASC - Daphne, LLC

Mailing Address: 5 Mobile Infirmary Circle
Mobile, Alabama 36607