

**RESOLUTION OF THE BOARD OF DIRECTORS OF
ABC REGIONAL MEDICAL CENTER, INC.
DECLARING OFFICIAL INTENT
TO REIMBURSE EXPENDITURES WITH PROCEEDS OF DEBT
PURSUANT TO UNITED STATES DEPARTMENT OF TREASURY REGULATIONS**

BE IT RESOLVED, by the Board of Directors (the "Board") of ABC Regional Medical Center, Inc. (the "Corporation"):

Section 1. The Board hereby finds, determines and declares as follows:

(a) Treasury Regulations Section 1.150-2 (the "Regulations"), promulgated by the United States Department of Treasury, prescribes certain specific procedures applicable to certain obligations issued after June 3, 1993, including, without limitation, a requirement that the Corporation timely declare its official intent to reimburse certain expenditures with the proceeds of debt to be issued thereafter by or on behalf of the Corporation.

(b) The Corporation has advanced and/or will advance its own funds to pay certain capital costs (the "Original Expenditures") associated with capital expenditures for (i) the acquisition, construction, renovation and equipping (including, without limitation, installation costs) of (A) the facility improvement plan, including, without limitation, (1) inpatient bed renovations, (2) a new cancer center, (3) emergency department expansion and interventional platform development, (4) expansion/renovation of surgery facilities, (5) relocation/renovation of various support departments and (6) computer facilities (including, without limitation, software), related to the various components of the facility improvement plan and (ii) other capital expenditures for the acquisition and installation of equipment to be used in connection with ABC Regional Medical Center or XYZ Outpatient Center (collectively the "Project").

(c) The funds heretofore advanced or to be advanced by the Corporation to pay the Original Expenditures are or will be available only on a temporary basis, and do not consist of funds that were otherwise earmarked or intended to be used by the Corporation to permanently finance the Original Expenditures.

(d) As of the date hereof, the Corporation reasonably expects that it will reimburse itself for such Original Expenditures with the proceeds of debt to be incurred by or on behalf of the Corporation, and the maximum principal amount of debt to be incurred with respect to the Project is expected to be \$_____.

(e) All Original Expenditures to be reimbursed by the Corporation were paid no more than 60 days prior to, or will be paid on or after the date of, this declaration of official intent. The Corporation understands that such reimbursement must occur not later than 18 months after the later of (i) the date the Original Expenditure was paid; or (ii) the date the Project is placed in service or abandoned, but in no event more than 3 years after the Original Expenditure was paid.

(f) Each Original Expenditure was or will be either (i) of a type properly chargeable to capital accounts under general federal income tax principles (determined in each case as of the date of such Original Expenditure), (ii) a cost of issuance with respect to the proposed debt, or (iii) a nonrecurring item that is not customarily payable from current revenues.

Section 2. Effective Date. This resolution shall take effect upon its passage.