

E-046-18 [ORIGINAL]

ILLINOIS HEALTH FACILITIES AND SERVICES REVIEW BOARD
APPLICATION FOR CHANGE OF OWNERSHIP EXEMPTION

SECTION I. IDENTIFICATION, GENERAL INFORMATION, AND CERTIFICATION

RECEIVED

AUG 28 2018

This Section must be completed for all projects.

HEALTH FACILITIES &
SERVICES REVIEW BOARD

Facility/Project Identification

Facility Name: Six Corners Sameday Surgery LLC		
Street Address: 4211 North Cicero Avenue, Suite 400		
City and Zip Code: Chicago, IL 60641		
County: Cook	Health Service Area: VI	Health Planning
Area: A-03		

Legislators

State Senator Name: John G. Mulroe Senate District 10
State Representative Name: Robert F. Martwick House District 19

Applicant(s) [Provide for each applicant (refer to Part 1130.220)]

Exact Legal Name(1) Six Corners Sameday Surgery LLC and (2) Cicero Investment Associates LLC
Street Address: 4211 North Cicero Avenue,
City and Zip Code: Chicago, IL 60641
Name of Registered Agent: Sarmed George Elias, MD
Registered Agent Street Address: 4211 North Cicero Avenue, Suite 400
Registered Agent City and Zip Code: Chicago, IL 60641
Name of Chief Executive Officer: Sarmed George Elias, MD
CEO Street Address: 4211 North Cicero Avenue, Suite 400
CEO City and Zip Code: Chicago, IL 60641
CEO Telephone Number: (312) 480 - 1110

Type of Ownership of Applicants

☐ Non-profit Corporation	☐ Partnership
☐ For-profit Corporation	☐ Governmental
☒ Limited Liability Company	☐ Sole Proprietorship
☐ Other	
- Corporations and limited liability companies must provide an Illinois certificate of good standing. - Partnerships must provide the name of the state in which they are organized and the name and address of each partner specifying whether each is a general or limited partner.	
APPEND DOCUMENTATION AS ATTACHMENT 1 IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.	

Primary Contact [Person to receive ALL correspondence or inquiries]

Name: Sarmed George Elias, MD
Title: President
Company Name: Six Corners Sameday Surgery LLC
Address: 4211 N Cicero Ave, suite 400, Chicago, IL 60641
Telephone Number: (312) 480 - 1110

ILLINOIS HEALTH FACILITIES AND SERVICES REVIEW BOARD
CHANGE OF OWNERSHIP APPLICATION FOR EXEMPTION- 08/2018 Edition

E-mail Address: selias@bjc-aces.com

Fax Number: (773) 545 - 2220

Additional Contact [Person who is also authorized to discuss the Application]

Name: As above
Title: As above
Company Name: As above
Address: As above
Telephone Number: As above
E-mail Address: As above
Fax Number: As above

Post Exemption Contact

[Person to receive all correspondence subsequent to exemption issuance-**THIS PERSON MUST BE EMPLOYED BY THE LICENSED HEALTH CARE FACILITY AS DEFINED AT 20 ILCS 3960**]

Name: Sarmed George Elias, MD
Title: President
Company Name: Six Corners Sameday Surgery LLC
Address: 4211 N Cicero Avenue, suite 400, Chicago, IL. 60641
Telephone Number: (312) 480 - 1110
E-mail Address: selias@bjc-aces.com
Fax Number: (773) 545 - 2220

Site Ownership after the Project is Complete

[Provide this information for each applicable site]

Exact Legal Name of Site Owner: Cicero Investment Associates LLC
Address of Site Owner: 47 West Division Street #357, Chicago, IL 60610
Street Address or Legal Description of the Site: 4211 North Cicero Avenue, Chicago, IL. 60641 Proof of ownership or control of the site is to be provided as Attachment 2. Examples of proof of ownership are property tax statements, tax assessor's documentation, deed, notarized statement of the corporation attesting to ownership, an option to lease, a letter of intent to lease, or a lease.
APPEND DOCUMENTATION AS ATTACHMENT 2, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

Operating Identity/Licensee after the Project is Complete

[Provide this information for each applicable facility and insert after this page.]

Exact Legal Name: Six Corners Sameday Surgery LLC	
Address: 4211 North Cicero Avenue, suite 400, Chicago, IL. 60641	
☐ Non-profit Corporation ☐ For-profit Corporation ☒ Limited Liability Company ☐ Other	☐ Partnership ☐ Governmental ☐ Sole Proprietorship
- Corporations and limited liability companies must provide an Illinois Certificate of Good Standing. - Partnerships must provide the name of the state in which organized and the name and address of each partner specifying whether each is a general or limited partner.	

- Persons with 5 percent or greater interest in the licensee must be identified with the % of ownership. NOT APPLICABLE. One owner member manager.

APPEND DOCUMENTATION AS ATTACHMENT 3, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

Organizational Relationships

Provide (for each applicant) an organizational chart containing the name and relationship of any person or entity who is related (as defined in Part 1130.140). If the related person or entity is participating in the development or funding of the project, describe the interest and the amount and type of any financial contribution. NOT APPLICABLE. No one other than the one owner member manger.

APPEND DOCUMENTATION AS ATTACHMENT 4, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

Narrative Description

In the space below, provide a brief narrative description of the change of ownership. Explain **WHAT** is to be done in **State Board defined terms**, **NOT WHY** it is being done. If the project site does NOT have a street address, include a legal description of the site.

Cicero Investment Associates LLC purchased the building located at 4211 North Cicero Avenue, Chicago, IL. 60641 and closed on June 12, 2018.

The ASTC known as Six Corners Sameday Surgery LLC is house on the fourth floor of this building in suite 400.

Cicero Investment Associates LLC took possession of the entire building on June 12, 2018 without any impediments, incumbrances, or any pending legal action of any kind.

Sarmed George Elias MD is the:

- 1- The one-member manager/CEO of Cicero Investment Associates LLC.**
- 2- The Owner of the multispecialty CON to the ASTC; Six Corners Sameday Surgery LLC.**
- 3- The Medical Director and Owner of Six Corners Sameday Surgery LLC itself.**

Related Project Costs

Provide the following information, as applicable, with respect to any land related to the project that will be or has been acquired during the last two calendar years:

Land acquisition is related to project ☐ Yes ☒ No
Purchase Price: \$ Not Applicable No Land acquisition _____
Fair Market Value: \$ Not Applicable No land acquisition _____

Project Status and Completion Schedules

Outstanding Permits: Does the facility have any projects for which the State Board issued a permit that is not complete? Yes ___ No X. If yes, indicate the projects by project number and whether the project will be complete when the exemption that is the subject of this application is complete.

NOT APPLICABLE

NO Permits are required or applied for.

Anticipated exemption completion date (refer to Part 1130.570): COMPLETED

State Agency Submittals

Are the following submittals up to date as applicable:

- ☐ Cancer Registry **Not Applicable any longer.**
☐ APORS **Not Applicable.**

☒ All formal document requests such as IDPH Questionnaires and Annual Bed Reports been submitted. **Yes. Copy can be provided upon request.**

☐ All reports regarding outstanding permits **Not Applicable. No permits requested**
Failure to be up to date with these requirements will result in the Application being deemed incomplete.

CERTIFICATION

The Application must be signed by the authorized representatives of the applicant entity. Authorized representatives are:

- in the case of a corporation, any two of its officers or members of its Board of Directors;
- in the case of a limited liability company, any two of its managers or members (or the sole manager or member when two or more managers or members do not exist);
- in the case of a partnership, two of its general partners (or the sole general partner, when two or more general partners do not exist);
- in the case of estates and trusts, two of its beneficiaries (or the sole beneficiary when two or more beneficiaries do not exist); and
- in the case of a sole proprietor, the individual that is the proprietor.

This Application is filed on the behalf of

Six Corners Sameday Surgery LLC (The Multispecialty ASTC Licensee)

Cicero Investment Associates LLC (The Real Estate Owner of the building known as 4211 North Cicero Avenue, Chicago IL. 60641

in accordance with the requirements and procedures of the Illinois Health Facilities Planning Act. The undersigned certifies that he or she has the authority to execute and file this Application on behalf of the applicant entity. The undersigned further certifies that the data and information provided herein, and appended hereto, are complete and correct to the best of his or her knowledge and belief. The undersigned also certifies that the fee required for this application is sent herewith or will be paid upon request.

SIGNATURE

Sarmed George Elias, MD
Six Corners Sameday Surgery LLC
PRINTED NAME

President
PRINTED TITLE

SIGNATURE

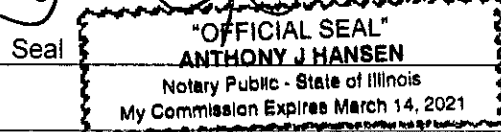
Sarmed George Elias, MD
Cicero Investment Associates LLC
PRINTED NAME

Manager/CEO
PRINTED TITLE

Notarization:

Subscribed and sworn to before me
this 27th day of August 2018

Signature of Notary



Notarization:

Subscribed and sworn to before me
this 27th day of August 2018

Signature of Notary



*Insert the EXACT legal name of the applicant

Six Corners Sameday Surgery LLC (The ASTC)
Cicero Investment Associates LLC (The RE owner)

Both owned by Sarmed George Elias, MD

SECTION II. BACKGROUND.

BACKGROUND OF APPLICANT

1. A listing of all health care facilities owned or operated by the applicant, including licensing, and certification if applicable. **NONE OTHER.**
2. A certified listing of any adverse action taken against any facility owned and/or operated by the applicant during the three years prior to the filing of the application. **(Attachment 5 listing)**
3. Authorization permitting HFSRB and DPH access to any documents necessary to verify the information submitted, including, but not limited to: official records of DPH or other State agencies; the licensing or certification records of other states, when applicable; and the records of nationally recognized accreditation organizations. **Failure to provide such authorization shall constitute an abandonment or withdrawal of the application without any further action by HFSRB. (Attachment 5)**
4. If, during a given calendar year, an applicant submits more than one Application, the documentation provided with the prior applications may be utilized to fulfill the information requirements of this criterion. In such instances, the applicant shall attest that the information was previously provided, cite the project number of the prior application, and certify that no changes have occurred regarding the information that has been previously provided. The applicant is able to submit amendments to previously submitted information, as needed, to update and/or clarify data. **Not applicable. No other application was submitted.**

APPEND DOCUMENTATION AS ATTACHMENT 5, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM. EACH ITEM (1-4) MUST BE IDENTIFIED IN ATTACHMENT 5.

SECTION III. CHANGE OF OWNERSHIP (CHOW)

Transaction Type. Check the Following that Applies to the Transaction:

- ☐ Purchase resulting in the issuance of a license to an entity different from current licensee.
- ☐ Lease resulting in the issuance of a license to an entity different from current licensee.
- ☐ Stock transfer resulting in the issuance of a license to a different entity from current licensee.
- ☐ Stock transfer resulting in no change from current licensee.
- ☐ Assignment or transfer of assets resulting in the issuance of a license to an entity different from the current licensee.
- ☐ Assignment or transfer of assets not resulting in the issuance of a license to an entity different from the current licensee.
- ☐ Change in membership or sponsorship of a not-for-profit corporation that is the licensed entity.
- ☐ Change of 50% or more of the voting members of a not-for-profit corporation's board of directors that controls a health care facility's operations, license, certification or physical plant and assets.
- ☐ Change in the sponsorship or control of the person who is licensed, certified or owns the physical plant and assets of a governmental health care facility.
- ☒ **X_ Sale or transfer of the physical plant and related assets of a health care facility not resulting in a change of current licensee.**
- ☐ Any other transaction that results in a person obtaining control of a health care facility's operation or physical plant and assets and explain in "Narrative Description."

1130.520 Requirements for Exemptions Involving the Change of Ownership of a Health Care Facility

1. Prior to acquiring or entering into a contract to acquire an existing health care facility, a person shall submit an application for exemption to HFSRB, submit the required application-processing fee (see Section 1130.230) and receive approval from HFSRB.
2. If the transaction is not completed according to the key terms submitted in the exemption application, a new application is required.
3. READ the applicable review criteria outlined below and **submit the required documentation (key terms) for the criteria:**

APPLICABLE REVIEW CRITERIA	CHOW
1130.520(b)(1)(A) - Names of the parties	X
1130.520(b)(1)(B) - Background of the parties, which shall include proof that the applicant is fit, willing, able, and has the qualifications, background and character to adequately provide a proper standard of health service for the community by certifying that no adverse action has been taken against the applicant by the federal government, licensing or certifying bodies, or any other agency of the State of Illinois against any health care facility owned or operated by the applicant, directly or indirectly, within three years preceding the filing of the application.	X
1130.520(b)(1)(C) - Structure of the transaction	X
1130.520(b)(1)(D) - Name of the person who will be licensed or certified entity after the transaction	
1130.520(b)(1)(E) - List of the ownership or membership interests in such licensed or certified entity both prior to and after the transaction, including a description of the applicant's organizational structure with a listing of controlling or subsidiary persons.	X
1130.520(b)(1)(F) - Fair market value of assets to be transferred.	X
1130.520(b)(1)(G) - The purchase price or other forms of consideration to be provided for those assets. [20 ILCS 3960/8.5(a)]	X
1130.520(b)(2) - Affirmation that any projects for which permits have been issued have been completed or will be completed or altered in accordance with the provisions of this Section	X
1130.520(b)(3) - If the ownership change is for a hospital, affirmation that the facility will not adopt a more restrictive charity care policy than the policy that was in effect one year prior to the transaction. The hospital must provide affirmation that the compliant charity care policy will remain in effect for a two-year period following the change of ownership transaction	X

1130.520(b)(4) - A statement as to the anticipated benefits of the proposed changes in ownership to the community	X
1130.520(b)(5) - The anticipated or potential cost savings, if any, that will result for the community and the facility because of the change in ownership;	X
1130.520(b)(6) - A description of the facility's quality improvement program mechanism that will be utilized to assure quality control;	X
1130.520(b)(7) - A description of the selection process that the acquiring entity will use to select the facility's governing body;	X
1130.520(b)(8) - A statement that the applicant has prepared a written response addressing the review criteria contained in 77 Ill. Adm. Code 1110.240 and that the response is available for public review on the premises of the health care facility	X
1130.520(b)(9)- A description or summary of any proposed changes to the scope of services or levels of care currently provided at the facility that are anticipated to occur within 24 months after acquisition.	X

APPEND DOCUMENTATION AS ATTACHMENT 6, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

SECTION IV.CHARITY CARE INFORMATION

1. All applicants and co-applicants shall indicate the amount of charity care for the latest three **audited** fiscal years, the cost of charity care and the ratio of that charity care cost to net patient revenue. **NOT APPLICABLE. Existing facility. No prior charity care per prior reports.**
2. If the applicant owns or operates one or more facilities, the reporting shall be for each individual facility located in Illinois. If charity care costs are reported on a consolidated basis, the applicant shall provide documentation as to the cost of charity care; the ratio of that charity care to the net patient revenue for the consolidated financial statement; the allocation of charity care costs; and the ratio of charity care cost to net patient revenue for the facility under review. **NOT APPLICABLE. Applicant only owns one facility.**
3. If the applicant is not an existing facility, it shall submit the facility's projected patient mix by payer source, anticipated charity care expense and projected ratio of charity care to net patient revenue by the end of its second year of operation. **NOT APPLICABLE. Applicant is an existing facility.**

Charity care" means care provided by a health care facility for which the provider does not expect to receive payment from the patient or a third-party payer (20 ILCS 3960/3). Charity Care **must** be provided at cost. **PLEASE REFER TO ANNUAL REPORTS TO IDPH**

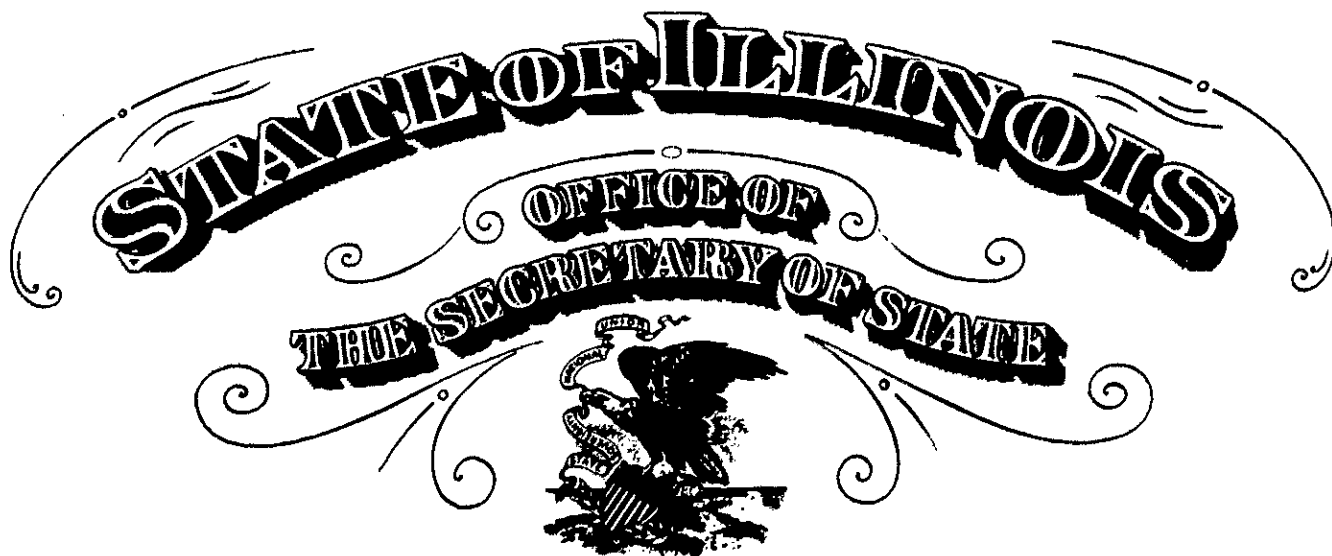
A table in the following format must be provided for all facilities as part of Attachment 7.

CHARITY CARE			
	Year	Year	Year
Net Patient Revenue	Zero	Zero	Zero
Amount of Charity Care (charges)	N/A. Existing facility		N/A Existing facility
Cost of Charity Care	N/A Existing facility		N/A Existing facility

APPEND DOCUMENTATION AS **ATTACHMENT 7**, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

After paginating the entire completed application indicate, in the chart below, the page numbers for the included attachments:

INDEX OF ATTACHMENTS			
ATTACHMENT NO.		PAGES	
1	Applicant Identification including Certificate of Good Standing	16-21	
2	Site Ownership	22-32	
3	Persons with 5 percent or greater interest in the licensee must be identified with the % of ownership.	N/A. One owner member manager	
4	Organizational Relationships (Organizational Chart) Certificate of Good Standing Etc.	N/A One owner member manager.in both 16-21	
5	Background of the Applicant	33-34	
6	Change of Ownership	35-36	
7	Charity Care Information	N/A. Existing Facility	



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that I am the keeper of the records of the Department of Business Services. I certify that

SIX CORNERS SAME DAY SURGERY, LLC, HAVING ORGANIZED IN THE STATE OF ILLINOIS ON AUGUST 20, 2002, APPEARS TO HAVE COMPLIED WITH ALL PROVISIONS OF THE LIMITED LIABILITY COMPANY ACT OF THIS STATE, AND AS OF THIS DATE IS IN GOOD STANDING AS A DOMESTIC LIMITED LIABILITY COMPANY IN THE STATE OF ILLINOIS.



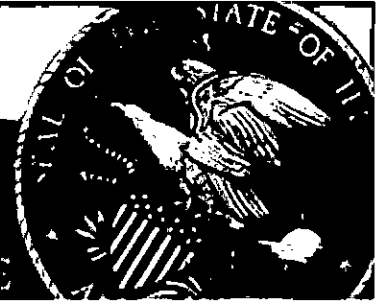
***In Testimony Whereof, I hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this 24TH
day of AUGUST A.D. 2018 .***

Jesse White

SECRETARY OF STATE

OFFICE OF THE ILLINOIS SECRETARY OF STATE

JESSE WHITE
SECRETARY OF STATE



LLC FILE DETAIL REPORT

File Number	00765112		
Entity Name	SIX CORNERS SAME DAY SURGERY, LLC		
Status	ACTIVE	On	08/13/2018
Entity Type	LLC	Type of LLC	Domestic
File Date	08/20/2002	Jurisdiction	IL
Agent Name	S GEORGE ELIAS MD	Agent Change Date	12/28/2010
Agent Street Address	4211 N CICERO AVE #200	Principal Office	4211 N CICERO AVE STE 400 CHICAGO, IL 60641
Agent City	CHICAGO	Managers	View
Agent Zip	60641	Duration	12/31/2052
Annual Report Filing Date	08/13/2018	For Year	2018
Series Name	NOT AUTHORIZED TO ESTABLISH SERIES		

[Return to the Search Screen](#)
[Purchase Certificate of Good Standing](#)
(One Certificate per Transaction)

OTHER SERVICES

[File Annual Report](#)
[Adopting Assumed Name](#)
[Articles of Amendment Effecting A Name Change](#)
[Change of Registered Agent and/or Registered Office Address](#)
[BACK TO CYBERDRIVEILLINOIS.COM HOME PAGE](#)

Attached 1
page 17

OFFICE OF THE ILLINOIS SECRETARY OF STATE

JESSE WHITE

SECRETARY OF STATE



LLC MANAGERS

Entity Name	SIX CORNERS SAME DAY SURGERY, LLC	File Number	00765112
Name	Address		
ELIAS, S. GEORGE, MD	4211 N CICKERO AVENUE, STE 400, CHICAGO, IL - 60641		

[Close](#)

[BACK TO CYBERPORT ILLINOIS.COM HOME PAGE](#)

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CICERO INVESTMENT ASSOCIATES, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF AUGUST, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.



6744012 8300

SR# 20186342100

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

Authentication: 203307270

Date: 08-24-18

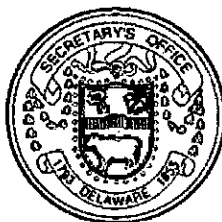
Attachment 1
Page 19

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF FORMATION OF "CICERO INVESTMENT
ASSOCIATES, LLC", FILED IN THIS OFFICE ON THE FIFTH DAY OF
FEBRUARY, A.D. 2018, AT 6:09 O'CLOCK P.M.



6744012 8100
SR# 20180744927

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 202097264
Date: 02-06-18

Attached 1
Page 20

CERTIFICATE OF FORMATION

OF

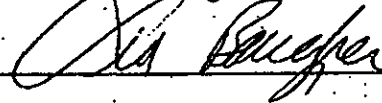
Cicero Investment Associates, LLC

1. The name of the limited liability company is Cicero Investment Associates, LLC.

2. The address of its registered office in the State of Delaware is: 160 Greentree Dr., Ste. 101, Dover, Delaware 19904. The name of its registered agent at such address is National Registered Agents, Inc.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Formation of Cicero Investment Associates, LLC this 5th day of February, 2018.

Tia Baugher, Authorized Person



Chicago Title and Trust Company

1701 West Golf Rd Tower, 1-ste-101, Rolling Meadows, IL 60008-4227

Phone: (847)758-4800 | FAX: (847)758-4750

MASTER STATEMENT

Settlement Date: June 12, 2018

Escrow Number: 18NW7133698WC

Disbursement Date: June 12, 2018

Escrow Officer: Linda Pazanin

Buyer: Cicero Investment Associates, LLC, A Delaware Limited Liability Company (100.00000%)

Seller: 4211 North Cicero LLC (100.00000%)

1440 W. North Avenue, Suite 400

Melrose Park, IL 60160

Property: 4211 N Cicero Ave

Chicago, IL 60641

Parcel ID(s): 13-15-309-007-0000, 13-15-309-008-0000, 13-15-309-009-0000,

13-15-309-010-0000, 13-15-309-011-0000, 13-15-309-038-0000

SELLER		BUYER	
\$	DEBITS	\$	CREDITS
FINANCIAL CONSIDERATION			
	7,622,833.00		7,622,833.00
PRORATIONS/ADJUSTMENTS			
29,214.90			29,214.90
7,141.00			7,141.00
88,949.10			88,949.10
69,033.00			69,033.00
81,302.77			81,302.77
TITLE & ESCROW CHARGES			
900.00			
125.00			
1,875.00		1,875.00	
250.00		250.00	
		125.00	
85.00			
3.00			
75.00			
		40.00	
80.00			
9,529.00			
800.00			
467.76			

Attachment 2
page 22

MASTER STATEMENT - Continued

SELLER		BUYER	
\$	DEBITS	\$	CREDITS
			TITLE & ESCROW CHARGES (continued)
75.00			Water Cert service fee to CTC-Transfer
			Policies to be issued:
			Owners Policy
			Coverage: \$7,622,833.00 Premium: \$9,529.00
			Version: ALTA Owner's Policy 2006
			GOVERNMENT CHARGES
		54.00	Recording Fees to Chicago Title Company, LLC
22,869.00		57,172.50	City Transfer Tax to MYDEC Chicago Transfer Stamps
3,811.50			County Transfer Tax to MYDEC Cook County Transfer Stamps
7,623.00			State Transfer Tax to MYDEC Cook County Transfer Stamps
			PAYOFFS
			Payoff of First Mortgage Loan to Wintrust Bank (\$3,660,320.08) thru 6/13/18
3,660,320.08			Total Payoff
			MISCELLANEOUS CHARGES
		15,000.00	Accounting service fee to Robert Ripp and Associates
550,000.00			Attorney Fees to Messer Strickler Ltd.
		13,500.00	Buyer's Attorney Fees to Kelleher & Buckley, LLC
4,534,529.11	7,622,833.00	7,710,849.50	Subtotals
			Balance Due FROM Buyer
3,088,303.89			Balance Due TO Seller
7,622,833.00	7,622,833.00	7,710,849.50	TOTALS

I have carefully reviewed the Settlement Statement and to the best of my knowledge and belief, it is a true and accurate statement of all receipts and disbursements made on my account or by me in this transaction. I further certify that I have received a copy of the Settlement Statement.

SELLER:

4211 North Cicero LLC

BY:

BUYER:

Cicero Investment Associates, LLC, A Delaware Limited Liability Company

BY:

To the best of my knowledge, the Settlement Statement which I have prepared is a true and accurate account of the funds which were received and have been or will be disbursed by the undersigned as part of the settlement of this transaction.

Chicago Title and Trust Company
Settlement Agent

Attachment 2
page 23

SPECIAL WARRANTY DEED

AFTER RECORDING MAIL TO:

Joseph P. Hudetz, J.D.
Kelleher & Buckley, LLC
Attorneys at Law
102 S. Wynstone Park Drive
North Barrington, IL 60010

NAME & ADDRESS OF TAXPAYER:

Cicero Investment Associates, LLC
47 W Division St. #357
Chicago IL 60610

Doc# 1816629065 Fee: \$50.00

Karen A. Yarbrough

Cook County Recorder of Deeds

Date: 06/15/2018 09:09 AM Pg: 1 of 2

Doc ID 20180601693531

ST/CO Stamp 1-652-450-592 ST Tax \$7,623.00 CO Tax \$3,811.50

City Stamp 1-115-578-680 City Tax: \$80,041.50

THE GRANTOR, 4211 North Cicero LLC, an Illinois Limited Liability Company, created and existing under and by virtue of the laws of the State of Illinois and duly authorized to transact business in the State of Illinois, for and in consideration of TEN and 00/100 (\$10.00) DOLLARS, and other good and valuable consideration in hand paid, hereby grants and conveys to Cicero Investment Associates, LLC, a Delaware Limited Liability Company, GRANTEE, all of the below-described property together with all the estate and rights of grantors in the property.

Lots 10 through 21, both inclusive, in Block 3, all in Dickinson's Subdivision West of the Chicago and Northwestern Railroad in the North Half of the Southwest Quarter of Section 15, Township 40 North, Range 13, East of the Third Principal Meridian, in Cook County, Illinois.

Street Address: 4211 North Cicero Avenue, Chicago, IL 60641

P.I.N.: 13-15-309-007-0000; 13-15-309-008-0000; 13-15-309-009-0000; 13-15-309-010-0000;
13-15-309-011-0000; and 13-15-309-038-0000.

Grantor covenants as follows:

1. That the premises are free from all encumbrances made by grantor; and,
2. That grantor will warrant and defend the property conveyed against the lawful claims and demands of all persons claiming by, through, or under them, but against none other; and,
3. That Grantor has not done or suffered to be done anything whereby the premises hereby granted are, or may be, in any manner encumbered or charged, except as herein recited.

(Subject to: General real estate taxes for the year 2017 and subsequent years; existing leases and tenancies; easement agreement recorded April 15, 2005 as Document Number 0510519045; the encroachment of the sign located on the land onto the Property west and adjoining by an undisclosed amount as shown on the plat of survey number 0203-030R-N prepared by Joseph A. Schudt & Associates, dated January 21, 2005)

To have and to hold said property forever.

DATED this 1ST day of June, 2018.

CTE 18NW7133698WC
1001

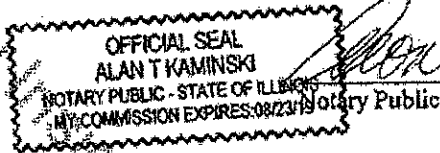

THOMAS A. MACCHIONE, President, Amvest
Investors, Inc., An Illinois Corporation, as Sole
Manager of 4211 North Cicero LLC, an Illinois

Limited Liability Company

State of ILLINOIS)
 County of COOK) ss

I, the undersigned, a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that THOMAS A. MACCHIONE, being President of Amvest Investors, Inc., the Sole Manager 4211 North Cicero LLC, an Illinois Limited Liability Company, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Limited Liability Company Manager, he signed and delivered the said instrument as his free and voluntary act and deed of said Limited Liability Company, for the uses and purposes therein set forth.

Given under my hand and official seal this 1st day of June, 2018.



This Instrument Was Prepared By:
 Alan T. Kaminski, Attorney At Law
 220 East North Avenue • Northlake, IL 60164
 708-531-0101 • 708-531-0591 Fax

**IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
LAW DIVISION**

SIX CORNERS SAME DAY SURGERY,
LLC, an Illinois Limited Liability Company,
and S. ELIAS, and individual,

Plaintiffs,

AMBULATORY CENTER FOR ENDOSCOPIC
SPINE, INC., an Illinois Corporation,

Plaintiff-Intervenor,

v.

THOMAS A. MACCHIONE, an individual,
JOHN C. MCCORMACK, an individual,
4211 NORTH CICERO, LLC, an Illinois Limited
Liability Company, AMVEST INVESTORS, INC.,
an Illinois Corporation, AMVEST REALTY, LTD.,
an Illinois Corporation, & RBII, INC., an Illinois
Corporation,

Defendants.

11 CH 18215

(Consolidated with 14 MI 717726)

Transferred to Law

RELEASE & SATISFACTION OF JUDGMENT

Judgment Creditor, Thomas A. Macchione, having received satisfaction and payment hereby releases the Judgment entered against Dr. S. George Elias on June 23, 2017 in the amount of \$50.00.

Respectfully submitted,

THOMAS A. MACCHIONE

/s/ Joseph S. Messer

Joseph S. Messer

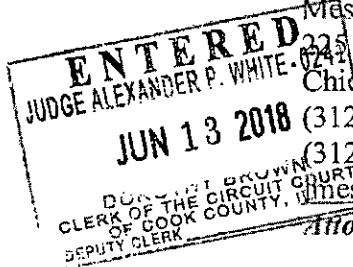
Messer Strickler, Ltd. (#60779)
325 W. Washington St., Ste. 575
Chicago, IL 60606

(312) 334-3469

(312) 334-3473 (fax)

jmesser@messerstrickler.com

Attorney for Thomas A. Macchione



*Attached 2
page 26*

**IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
LAW DIVISION**

SIX CORNERS SAME DAY SURGERY,
LLC, an Illinois Limited Liability Company,
and S. ELIAS, and individual,

Plaintiffs,

AMBULATORY CENTER FOR ENDOSCOPIC
SPINE, INC., an Illinois Corporation,

Plaintiff-Intervenor,

v.

THOMAS A. MACCHIONE, an individual,
JOHN C. MCCORMACK, an individual,
4211 NORTH CICERO, LLC, an Illinois Limited
Liability Company, AMVEST INVESTORS, INC.,
an Illinois Corporation, AMVEST REALTY, LTD.,
an Illinois Corporation, & RBII, INC., an Illinois
Corporation,

Defendants.

11 CH 18215

(Consolidated with 14 MI 717726)

Transferred to Law

RELEASE & SATISFACTION OF JUDGMENT

Judgment Creditor, 4211 North Cicero, LLC, having received satisfaction and payment hereby releases the Judgments entered against Six Corners Same Day Surgery, LLC on June 23, 2017, August 31, 2017, December 12, 2017 and December 20, 2017 (and as amended on March 7, 2018) in the amount of \$470,118.62.

Judgment Creditor, 4211 North Cicero, LLC, having received satisfaction and payment hereby releases the Judgements entered against Ambulatory Centers for Endoscopic Spine, Inc. on June 23, 2017, August 31, 2017, December 12, 2017 and December 20, 2017 (and as amended on March 7, 2018) in the amount of \$268,376.01.

Judgment Creditor, 4211 North Cicero, LLC, having received satisfaction and payment hereby releases the attorneys' fee award entered against Six Corners Same Day Surgery, LLC

*Attached 2
page 2?*

and Ambulatory Centers for Endoscopic Spine, Inc., jointly and severally, on December 12, 2017 and December 20, 2017 in the amount of \$634,758.53.

Respectfully submitted,

4211 NORTH CICERO, LLC

/s/ Joseph S. Messer

Joseph S. Messer

Messer Strickler, Ltd. (#60779)

225 W. Washington St., Ste. 575

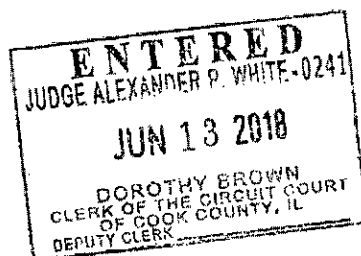
Chicago, IL 60606

(312) 334-3469

(312) 334-3473 (fax)

jmesser@messerstrickler.com

Attorney for 4211 North Cicero, LLC



*Attached 2
page 28*

**IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
COUNTY DEPARTMENT, CHANCERY DIVISION**

Six Corners Same Day Surgery, LLC,
an Illinois Limited Liability Company,
and Dr. S. George Elias, an individual,

Plaintiffs,

Ambulatory Center for Endoscopic
Spine, Inc., an Illinois Corporation,

Plaintiff-Intervenor,
v.

Case No.: 2011 CH 18215
(Transferred to Law Division)

Thomas A. Macchione, an individual,
John C. McCormack, an individual,
Tracey Shields, an individual,
4211 North Cicero, LLC, an Illinois
Limited Liability Company, Amvest
Investors, Inc., an Illinois Corporation,
Amvest Realty, LTD, an Illinois
Corporation, and RBII Inc., an
Illinois Corporation,

Defendants.

AGREED ORDER OF DISMISSAL

This cause coming to be heard upon the joint request of the parties that this matter be dismissed with prejudice in its entirety pursuant to a written settlement agreement ("Settlement Agreement") between the parties, IT IS HEREBY ORDERED:

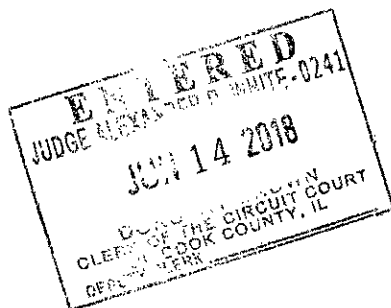
1. That the outstanding citations are dismissed with prejudice in this matter, including the citations served on ACES, 6CSDS, United HealthCare Services, Inc., Aetna, Blue Cross Blue Shield, and Cigna; and,
2. All future dates, including the 6/19/2018 status on Citations, are stricken.

*Attachment 2
page 29*

ENTERED:

Judge Alexander White

Prepared By:
Patterson Law Firm, LLC
One North LaSalle, Suite 2100
Chicago, IL 60602
(312) 223-1699
Firm ID No. 45052
Attorney for Plaintiff and Plaintiff-Intervenor



NOC

IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
MUNICIPAL DEPARTMENT, FIRST DISTRICT

4211 NORTH CICERO, LLC, an Illinois
Limited Liability Company,

Plaintiff,

v.

SIX CORNERS SAME DAY SURGERY,
LLC, an Illinois Limited Liability Company,

Defendant.

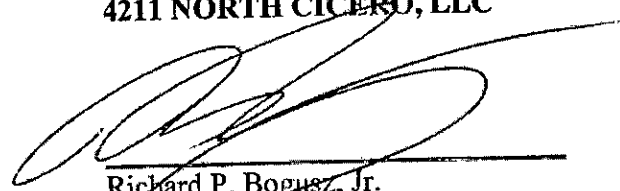
Case No. 2010 M1 729060

RELEASE & SATISFACTION OF JUDGMENT

Judgment Creditor, 4211 North Cicero, LLC, having received satisfaction and payment hereby releases the attorneys' fee award entered against Six Corners Same Day Surgery, LLC on February 13, 2015 in the amount of \$13,500.00.

Respectfully submitted,

4211 NORTH CICERO, LLC



Richard P. Bogusz, Jr.
Law Offices of Bogusz & Bogusz
166 W. Washington, Ste. 500
Chicago, IL 60602
Attorney for 4211 North Cicero, LLC



Associate Judge Patrick J. Heneghan
JUN 15 2018
Circuit Court - 2155

Attached?
page 31

Six Corners Same Day Surgery, LLC,
an Illinois Limited Liability Company,
and Dr. S. George Elias, an individual,

Plaintiffs-Appellants,

Ambulatory Center for Endoscopic
Spine, Inc., an Illinois Corporation,

Plaintiff-Intervenor-Appellant,

v.

Thomas A. Macchione, an individual,
John C. McCormack, an individual,
Tracey Shields, an individual,
4211 North Cicero, LLC, an Illinois
Limited Liability Company, Amvest
Investors, Inc., an Illinois Corporation,
Amvest Realty, LTD, an Illinois
Corporation, and RBII Inc., an
Illinois Corporation,

Defendants-Appellees.

This cause coming to be heard on Plaintiffs-Appellants' and Plaintiff-Intervenor-Appellant's Motion to Dismiss Defendants-Appellees, Thomas A. Macchione, John C. McCormack, Tracey Shields, 4211 North Cicero, LLC, Amvest Investors, Inc., Amvest Realty, LTD, and RBII Inc., due notice being given and the Court being fully advised in the premises;

~~granted/denied~~

MS Mc Brule
LBB
for Nachman

~~Attachment 2~~
page 32

773-545-6900
773-545-2220 FAX
www.bjc-aces.com



4211 N Cicero Ave
Chicago IL 60641

August 27, 2018

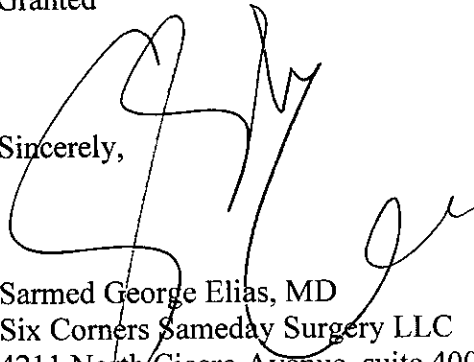
Illinois Health Facilities and Services Review Board

Regarding

Authorization permitting HFSRB and DPH access to any documents necessary to verify the information submitted, including, but not limited to: official records of DPH or other State agencies; the licensing or certification records of other states, when applicable; and the records of nationally recognized accreditation organizations.

Granted

Sincerely,



Samed George Elias, MD
Six Corners Sameday Surgery LLC
4211 North Cicero Avenue, suite 400
Chicago, IL. 60641

Hashmat 5
page 33

773-545-6900
773-545-2220 FAX
www.bjc-aces.com



4211 N Cicero Ave
Chicago IL 60641

August 27, 2018

Regarding: A certified listing of any adverse action taken against any facility owned and/or operated by the applicant during the three years prior to the filing of the application

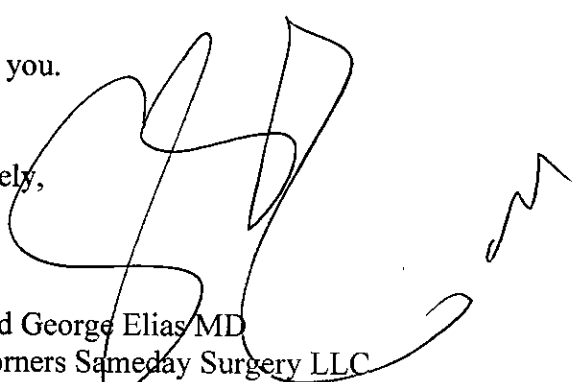
- 1- Docket No. ASTC 18-001 DPH v. Six Corners Sameday Surgery LLC pending licensure re-activation.
- 2- 11 CH 18215 (Consolidated with 14 MI 717726). Dismissed. (4211 N Cicero Ave building purchased by Cicero Investment Associates LLC, and mutual releases recorded and finalized with no pending litigation).

These are the only two actions known as of writing this letter.

All Items mentioned in #1 have been met at the time of writing this letter (will forward the full record upon request). The ASTC was inspected by IDPH on August 3, 2018 and the facility passed the clinical inspection with no deficiencies.

Thank you.

Sincerely,



Sarmad George Elias MD
Six Corners Sameday Surgery LLC
4211 North Cicero Avenue, suite 400
Chicago, IL. 60641

Attachment 5
page 34

August 27, 2018

Re: 1130.520 Requirements for Exemptions Involving the Change of Ownership of a Health Care Facility

Attachment 6:

1130.520(b)(1)(A) Names of parties: Provided. Complied.

1130.520(b)(1)(B) Background: Six Corners Sameday Surgery LLC is an existing facility and has operated at 4211 N Cicero Avenue for 16 years and under the Medical Director Sarmed George Elias MD. The last 12 years Six Corners Sameday Surgery has been owned together with the CON solely by Sarmed George Elias MD.

Cicero investments Associates LLC is a Real Estate company that purchased the entire physical plant known as 4211 N Cicero Avenue, Chicago, IL 60641. Sarmed George Elias MD is the CEO and manager of Cicero Investment Associates LLC. Currently the CEO/manager is the only member.

Description of related adverse action as per attachment 5.

No federal government adverse action.

1130.521(b)(1)(C): Cicero Investment Associates LLC a Real Estate company purchased the building located at 4211 N. Cicero Avenue, housing Six Corners Sameday Surgery LLC on the 4th floor. Both LLCs are owned and operated by Sarmed George Elias MD. The Building was closed on at Chicago Title and Trust on June 12, 2018.

1130.520(b)(1)(D): Six Corners Sameday Surgery LLC.

1130.520(B)(1)(E): Only one owner and one office and one member; Sarmed George Elias MD.

1130.520(b)(1)(F): There is NO transfer of the asset.

1130.520(b)(1)(G): Real Estate Closing forms and documents enclosed.

1130.520(b)(2): No permits were required.

1130.520(b)(3): Not applicable. Not a Hospital. An ASTC with a multispecialty CON

1130.520(b)(4): The ability to establish more direct long-term surgical services.

1130.520(b)(5): Not applicable since the facility is existing. Future cost savings will apply to new services.

1130.520(b)(6): The ASTC has passed the IDPH Clinical Inspection with No Deficiencies. The ASTC and the new Real Estate have addressed all life safety code issues and have met all NFPA codes in this phase.

*Attachment 6
page 35*

1130.520(b)(7): The facility has already passed the IDPH clinical inspection conducted on August 3, 2018, with no deficiencies and in no small measure due to being satisfied with the policies and procedures and the qualified staff at the helm. In the future, the governing bodies will be expanded into the Board and the Executive committee, at a time when time is allowed to appoint new surgeons as members of the LLC.

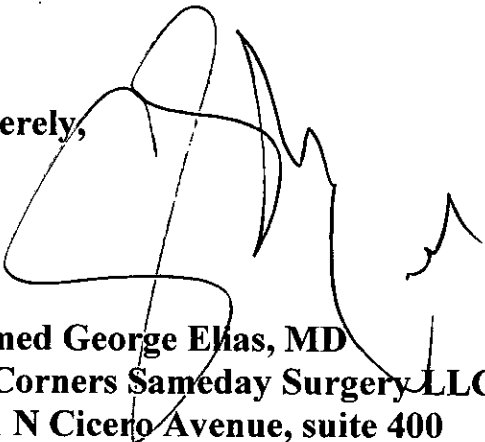
1130.520(b)(8): Prepared.

1130.520(b)(9): Expand and provide new surgical services per the multispecialty CON.

Please let us know if you have any further questions.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read 'Sarmed George Elias, MD'. The signature is stylized with large loops and a long horizontal stroke.

**Sarmed George Elias, MD
Six Corners Sameday Surgery LLC
4211 N Cicero Avenue, suite 400
Chicago, IL 60641**

*Attachment 6
page 34*