

AUG 08 2000

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RESOLUTION NO. 2000-B-10

A RESOLUTION of the Board of County Commissioners of Orange County, Florida approving the issuance by the Orange County Health Facilities Authority of its Revenue Bonds (Adventist Health System/Sunbelt) in an aggregate principal amount not to exceed \$1,000,000,000 in one or more series over the longest period permitted by law for the benefit of Adventist Health System/Sunbelt, Inc., a Florida not-for-profit corporation, and certain affiliated not-for-profit corporations.

WHEREAS, the Orange County Health Facilities Authority (the "Authority") has been created by the Board of County Commissioners of Orange County, Florida (the "Board of County Commissioners") pursuant to the Health Facilities Authorities Law, Part III of Chapter 154 of the Florida Statutes, as amended (the "Act"), and is authorized under the Act and the Florida Industrial Development Financing Act, Part II of Chapter 159 of the Florida Statutes, as amended, to issue revenue bonds for the purpose of financing and refinancing health care facilities for not-for-profit corporations; and

WHEREAS, the Authority is authorized under the Florida Interlocal Cooperation Act of 1969, Section 163.01, Part I, Chapter 163, Florida Statutes, as amended (the "Interlocal Cooperation Act"), to enter into agreements with other "public agencies," as defined in the Interlocal Cooperation Act, and to exercise jointly with such other public agencies any power, privilege or authority which the Authority and such other public agencies share in common and which each might exercise separately; and

WHEREAS, Adventist Health System/Sunbelt, Inc., a Florida not-for-profit corporation ("Sunbelt"), has requested the Authority to issue its Revenue Bonds (Adventist Health System/Sunbelt) (the "Bonds") in an aggregate principal amount not to exceed \$1,000,000,000 in one or more series over the longest period permitted by law; and

WHEREAS, the proceeds from the sale of the Bonds will be used to finance, or to reimburse each of the corporations shown below as owner, operator or manager (collectively, the "Borrowers") for its payment of, the costs of acquiring, constructing, renovating and equipping certain health care facilities at the following locations:

A. Facilities owned, operated or managed by Sunbelt:

1. Florida Hospital/Orlando, an 902-bed acute care hospital located at 601 East Rollins Street, Orlando, Florida;
2. Florida Hospital/East Orlando, a 123-bed acute care hospital located at 7727 Lake Underhill Drive, Orlando, Florida;
3. Administrative offices located at 2423 Bedford Road, Orlando, Florida;

4. Administrative offices located at 2400 Bedford Road, Orlando, Florida;
5. Clinic located at 509 South Semoran Boulevard, Orlando, Florida;
6. Clinic located at 12139 South Apopka Vineland Road, Orlando, Florida;
7. Clinic located at 12500 South Apopka Vineland Road, Orlando, Florida;
8. Clinic located at 1462 West Oakridge Road, Orlando, Florida;
9. Clinic located at 6001 Vineland Road, Orlando, Florida;
10. Clinic located at 4801 Silver Star Road, Orlando Florida;
11. Administrative clinic office located at Suite 375, 901 North Lake Destiny Road, Maitland, Florida;
12. Florida Hospital/Apopka, a 50-bed acute care hospital located at 201 North Park Avenue, Apopka, Florida;
13. Warehouse located at 2135 Sprint Boulevard, Apopka, Florida;
14. Clinic located at 2540 Lee Road, Winter Park, Florida;
15. Florida Hospital/Altamonte, a 278-bed acute care hospital located at 601 East Altamonte Drive, Altamonte Springs, Florida;
16. Clinic located at 440 West Highway 436, Altamonte Springs, Florida;
17. Florida Hospital/Kissimmee, a 120-bed acute care hospital located at 200 Hilda Street, Kissimmee, Florida;
18. Clinic located at 7848 West Irlo Bronson Highway, Kissimmee, Florida;
19. Clinic located at 4320 West Vine Street, Kissimmee, Florida;
20. Celebration Health, a 60-bed acute care hospital located at 400 Celebration Place, Celebration, Florida;
21. Administration Building located at 616 East Rollins Street, Orlando, Florida;
22. Clinic located at 525 East King Street, Orlando, Florida;
23. Clinic located at 5185 Adanson Street, Winter Park, Florida;

24. Warehouse located at 2423 McRae Street, Orlando, Florida;
25. Administration Building located at 2300 Bedford Road, Orlando, Florida;
26. Administration Building located at 2809 North Orange Avenue, Orlando, Florida;
27. Clinic located at 328 Spuce Street, Orlando Florida;
28. Clinic located at 2566 Lee Road, Winter Park, Florida;
29. Florida Hospital/Lake Placid, a 50-bed acute care hospital located at 1210 U.S. Highway 27 North, Lake Placid, Florida;
30. Florida Hospital Heartland Medical Center, a 101-bed acute care hospital located at 4200 Sun'N Lake Boulevard, Sebring, Florida;
31. Heartland Plaza, an outpatient facility located at 6801 U.S. Highway 27 North, Sebring, Florida; and
32. East Pasco Medical Center, a 139-bed acute care hospital located at 7050 Gall Boulevard, Zephyrhills, Florida (expected to be owned, operated or managed shortly by East Pasco Medical Center, Inc., a Florida not-for-profit corporation).

B. Facilities owned, operated or managed by Florida Physicians Medical Group, Inc., a Florida not-for-profit corporation:

1. Clinic located at 2520 North Orange Avenue, Orlando Florida;
2. Clinic located at 203 North Park Avenue, Suite 101, Apopka, Florida;
3. Clinic located at 7601 Della Drive, Suite 19, Orlando, Florida;
4. Clinic located at 741 Front Street, Suite 210, Celebration, Florida;
5. Clinic located at 5979 Vineland Road, Suite 310, Orlando, Florida;
6. Clinic located at 105 East Main Street, Avon Park, Florida;
7. Clinic located at 615 East Princeton Street, Suite 416, Orlando, Florida;
8. Clinic located at 2718-B North Orange Avenue, Orlando, Florida;
9. Clinic located at 5165 Adanson Street, Orlando, Florida;
10. Clinic located at 4421 Sun N'Lake Boulevard, Suite B, Sebring, Florida;

11. Clinic located at 601 North Grove Street, Eustis, Florida;
12. Clinic located at 1101 South Eustis Street, Eustis, Florida;
13. Clinic located at 3130 Waterman Way, Tavares, Florida;
14. Clinic located at 621 Wilkinson Street, Orlando, Florida;
15. Clinic located at 1603 South Hiawasee Road, Suite 105, Orlando, Florida;
16. Clinic located at 661 East Altamonte Drive, Suite 115, Altamonte Springs, Florida;
17. Clinic located at 2604 North Orange Avenue, Orlando, Florida;
18. Clinic located at 1726 Lucerne Terrace, Orlando, Florida;
19. Clinic located at 1603 South Hiawasee Road, Suite 115, Orlando, Florida;
20. Clinic located at 631 Palm Springs Road, Suite 101, Altamonte Springs, Florida;
21. Clinic located at 661 East Altamonte Drive, Suite 217, Altamonte Springs, Florida;
22. Clinic located at 2800 South Osceola Avenue, Orlando, Florida;
23. Clinic located at 429 South Semoran Boulevard, Orlando, Florida;
24. Clinic located at 4343 Sun N'Lake Boulevard, Suite B-2, Sebring, Florida;
25. Clinic located at 1346 U.S. Highway 27 North, Lake Placid, Florida;
26. Clinic located at 4421 Sun N'Lake Boulevard, Suite A, Sebring, Florida;
27. Clinic located at 4511 Sun N'Lake Boulevard, Suite 108, Sebring, Florida;
28. Clinic located at 12265 Lake Underhill Road, Suite 115, Orlando, Florida;
29. Clinic located at 1890 Semoran Boulevard, Suite 239, Winter Park, Florida; and
30. Clinic located at 1360 Waterman Way, Tavares Florida.

C. Facilities owned by Florida Hospital Waterman, Inc., a Florida not-for-profit corporation:

1. Florida Hospital/Waterman, a 182-bed acute care facility located at 201 North Curtis Street, Eustis, Florida; and

2. A health care facility to be located at 1555 East U.S. Highway 441, Tavares, Florida.

D. Facility owned by Southwest Volusia Healthcare Corporation, a Florida not-for-profit corporation: Volusia Medical Center, a 97-bed acute care hospital and outpatient medical center located at 1055 Saxon Boulevard, Orange City, Florida.

E. Office building operated by Southwest Volusia Health Services, Inc., a Florida not-for-profit corporation: medical office building located at 1061 Saxon Boulevard, Orange City, Florida;

F. Facilities owned, operated or managed by Winter Park Healthcare Group, Ltd., a Florida limited partnership, which are expected to be owned, operated or managed shortly by Sunbelt:

1. Winter Park Memorial Hospital, a 334- bed acute care hospital located at 200 North Lakemont Avenue, Winter Park, Florida:

2. A vacant lot on South Chickasaw Trail, known as lot 2, Chickasaw Trail Shopping Center, according to the plat thereof recorded in Plat Book 34, pages 12 and 13, Public Records of Orange County, Florida;

3. Clinic located at 11534 University Boulevard, Orlando, Florida;

4. Clinic located at 2100 Glenwood Drive, Winter Park, Florida;

5. Parking lot located at 2116 Glenwood Drive, Winter Park, Florida;

6. Residential houses at 158 Loch Lomond Drive. Winter Park, Florida,

7. Parking lots located at 200, 226, 228 and 236 Loch Lomond Drive, Winter Park, Florida;

8. Clinic located at 248 Loch Lomond Drive, Winter Park, Florida;

9. Clinics located at 1925 Mizell Avenue, Winter Park, Florida;

10. Office at 2005 Mizell Avenue, Winter Park, Florida;

11. Office at 255 Moray Lane, Winter Park, Florida;

12. Parking lot located at 245 Moray Lane, Winter Park, Florida; and

13. Outpatient Center located at 133 South Benmore Drive, Winter Park, Florida; and

WHEREAS, the portion of the Bonds to be issued for the benefit of the health care facilities located outside the geographical limits of Orange County, Florida will be issued by the Authority pursuant to separate Interlocal Agreements between the Authority and certain other public agencies; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires the approval of the issuance of the Bonds by the Board of County Commissioners, as the "applicable elected representative" under Section 147(f) of the Code, after a public hearing following reasonable public notice; and

WHEREAS, attached hereto as *Exhibits A* and *B*, respectively, are copies of the publisher's affidavit evidencing publication of the Notice of Public Hearing and the Minutes of a Public Hearing held by the Authority on June 20, 2000;

NOW, THEREFORE, Be It Resolved by the Board of County Commissioners of Orange County, Florida, as follows:

*Section 1.* The issuance of the Bonds by the Authority in an aggregate principal amount not to exceed \$1,000,000,000 in one or more series over the longest period permitted by law for the purposes set forth above is hereby approved.

*Section 2.* The Bonds shall not constitute a debt, liability or obligation of Orange County, Florida or of the State of Florida or of any political subdivision thereof or a pledge of the faith and credit or any taxing power of Orange County, Florida or of the State of Florida or of any political subdivision thereof, but shall be limited obligations of the Authority payable solely from and secured by a pledge of payments made by the Borrowers.

*Section 3.* The approval given herein shall be solely for the purpose of satisfying the requirements of Section 147(f) of the Code and shall not be construed as an approval of any zoning application or any regulatory permit required in connection with the facilities described in paragraphs A through F above or creating any vested rights with respect to any land use regulations, and the Board of County Commissioners shall not be construed by virtue of its adoption of this Resolution to have waived, or be estopped from asserting, any rights or responsibilities it may have in that regard.

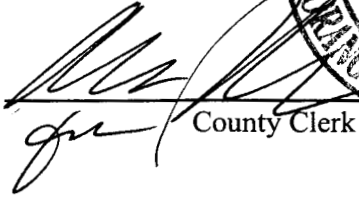
Section 4. This Resolution shall take effect immediately upon its adoption.

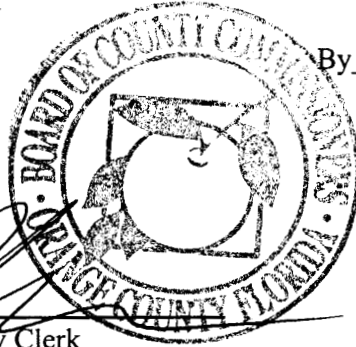
ADOPTED this 8<sup>th</sup> day of AUGUST, 2000.

ORANGE COUNTY, FLORIDA

[SEAL]

ATTEST:

  
County Clerk



By   
Chairman