

Morgan Hospital & Medical Center

January 17, 2011

Licensing Section
U.S. Nuclear Regulatory Commission Region III
2443 Warrenville Road
Suite 210
Lisle, IL 60532-4352

RE: NRC License 13-17449-01

Subject: Change of Ownership Notification

Dear Sir or Madam:

The purpose of this correspondence is to communicate that an Asset Purchase Agreement has been signed whereby substantially all the assets and liabilities of Morgan Hospital and Medical Center (MHMC), a component unit of Morgan County, Indiana, will be acquired by Indiana University Health Morgan Hospital Inc. (IUHMH). Clarian Health Partners, Inc. is the sole corporate member of IUHMH. The change of ownership from MHMC to IUHMH is planned for April 1, 2011. The transferor and transferee agree to the change of ownership of the licensed materials and the conditions of the transfer. There are no open inspections items pending for this license. The transferee accepts responsibility for the license and conditions as they exist upon the date of transfer.

Below you will find additional information specified by regulatory requirements.

Change of Ownership commitment requirements:

1. The new name and address for the license will be Indiana University Health Morgan Hospital, Inc., 2209 John R. Wooden Drive, Martinsville, IN 46151, effective with the amendment processing.
2. The contact information for the licensee shall be:

Tom Laux, Chief Executive Officer, (765) 342-8441
Peter Arken, MD, Radiation Safety Officer (RSO), (765) 342-8441
John MacBeth, Radiology Director, (765) 342-8441

3. There are no changes to the personnel controlling the radioactive material or license locations. Specifically, the Chief Executive Officer, RSO, and Authorized Users for this license are the same as currently identified on the license, license conditions or application.
4. The transferor will not remain in business as part of this license or in this use of radioactive material subsequent to the planned transfer on April 1, 2011.
5. IUHMH, a not-for-profit corporation (tax-exempt status pending), intends to acquire substantially all assets and liabilities of MHMC. IUHMH was formed for the purpose of acquiring said assets and liabilities. The sole corporate member of IUHMH is Clarian Health Partners, Inc. The day-to-day management of MHMC, as well as the management team, will remain unchanged. A majority of the Board of Directors of IUHMH will be comprised of current Directors of MHMC. Said purchase is expected to be effective April 1, 2011, pursuant to the NRC's consent of this license amendment.
6. Except for the change in ownership, there are no planned changes in the organization, location, facilities, equipment, procedures or personnel that would require a license amendment. No other changes in personnel, processes, or equipment are occurring that would require a change to the current emergency procedures.
7. There are no changes planned or pending in the use, possession, location or storage of the licensed materials.
8. There are no changes in the organization, location, facilities, equipment, procedures or personnel that would require a license amendment even without transferring of control.
9. All surveillance items and records (e.g., calibrations, leak tests, surveys, inventories, and accountability requirements) are current and will be current at the time of transfer.
10. Records will be kept on site in the current locations. We confirm that all records concerning the safe and effective decommissioning of the facility; public dose; and waste disposal by release to sewers, incineration, radioactive material spills, and on-site burials, will be maintained on site and in the possession of the new licensee in accordance with applicable regulations.
11. The facility is still in operation as allowed under the license. Activities on site are well below the license limits. Weekly, monthly and quarterly surveys demonstrate that contamination levels are well below any working regulatory limits.
12. There are no plans to conduct decontamination efforts since the current levels are minimal. The current uses and amounts do not require any special financial assurance requirements. The transferee accepts full liability for the licensed use areas in the condition that they are found during the process of changing the ownership.

13. The transferee agrees to abide by all commitments and representations previously made to NRC by the transferor. These include, but are not limited to: maintaining decommissioning records, implementing decontamination activities and decommissioning of the site, and completing corrective actions for open inspection items and enforcement actions.

The transferor commits to decontaminate the facility before transfer of control. However, no contamination will be present at the time of transfer (item 11) and no decontamination will need to be performed (item 12).

Currently, there are no open inspection items or enforcement actions. Transferor commits to address and close out any future inspection or enforcement actions that arise prior to April 1, 2011 (the intended date of this transfer). Transferee shall accept full responsibility for inspection or enforcement actions arising on or after April 1, 2011.

14. Transferor and transferee agree to transfer control of the licensed material and activity, and the conditions of transfer. Transferee is aware of all open inspection items and its responsibility for possible resulting enforcement actions.

15. Transferee commits to abide by all constraints, conditions, requirements, representations, and commitments identified in the existing license.

For questions concerning the use of radioactive materials under this license, or should you have any questions or require any additional information to process this request, you can contact Peter Arfken, MD or John MacBeth at (765) 342-8441. Thank you in advance for your prompt attention to this matter.

Sincerely,



Tom Laux, Chief Executive Officer
Morgan Hospital & Medical Center, Inc.

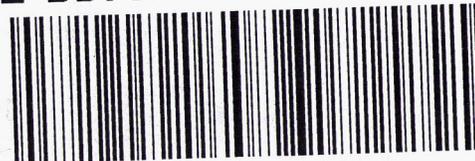


Scott Black, Vice President of Business Development
Clarian Health Partners
(Representing Indiana University Health Morgan Hospital, Inc.)

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Company US Nuclear Regulatory Commission

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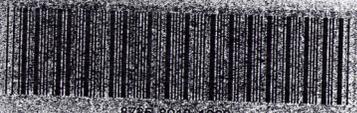
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