

**OFFICER'S CERTIFICATE
OF
WEST VIRGINIA UNITED HEALTH SYSTEM, INC.**

Pursuant to Section 2.3(c) of the Membership Substitution Agreement dated as of December 23, 2020 (the "Agreement") by and between West Virginia United Health System, Inc. d/b/a West Virginia University Health System (the "Corporation"), The Most Reverend Mark E. Brennan, Bishop, on behalf of The Roman Catholic Diocese of Wheeling-Charleston, and Wheeling Hospital, Inc., the undersigned, being the duly elected, qualified, and acting President and Chief Executive Officer of the Corporation hereby certifies the following on behalf of the Corporation effective as of March 31, 2021:

(a) each covenant and agreement of the Corporation to be performed prior to, or as of, the Closing pursuant to the Agreement has been performed; and

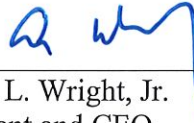
(b) each representation and warranty of the Corporation in the Agreement is true and correct on the Closing Date, as if made on and as of the Closing Date.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on behalf of the Corporation effective as of the first date set forth above.

By: _____

Name: Albert L. Wright, Jr.

Title: President and CEO



OFFICER'S CERTIFICATE
OF
WHEELING HOSPITAL, INC.

Pursuant to Section 2.2(c) of the Member Substitution Agreement dated as of December 23, 2020 (the "Agreement") by and among Wheeling Hospital, Inc. (the "Corporation"), The Most Reverend Mark E. Brennan, Bishop, on behalf of The Roman Catholic Diocese of Wheeling-Charleston (the "Diocese"), and West Virginia United Health System, Inc. d/b/a West Virginia University Health System ("WVUHS"), the undersigned, being the duly elected, qualified, and acting Chief Executive Officer ("CEO") of the Corporation hereby certifies the following on behalf of the Corporation, solely in the undersigned's capacity as Chief Executive Officer of the Corporation, without any personal liability whatsoever, effective as of March 31, 2021:

(a) each covenant and agreement of the Corporation to be performed prior to, or as of, the Closing pursuant to the Agreement has been performed; and

(b) each representation and warranty of the Corporation in the Agreement is true and correct on the Closing Date, as if made on and as of the Closing Date; and

(c) pursuant to Sections 5.6 and 5.7 of the Agreement::

(i) Exhibit A, hereby delivered to WVUHS prior to or as of, the Closing, is a written disclosure containing a brief description of all adverse actions taken to the knowledge of the Corporation against medical staff members or applicants which could result in claims or actions against the Corporation (or any of its controlled Affiliates, as defined in the Agreement) see Exhibit A; and

(ii) Exhibit B, hereby delivered to WVUHS prior to or as of, the Closing, is a written notice by the Corporation (with respect to the Corporation or its controlled Affiliates, as defined in the Agreement), containing a detailed description of (i) the occurrence, or failure to occur, of any event that has caused any representation or warranty of the Corporation contained in the Agreement to be materially untrue; (ii) any material matter arising or discovered that, if existing or known at the date of the Agreement, would have been required to be set forth or described in a schedule to the Agreement; (iii) any failure of the Corporation to comply with or satisfy any covenant, condition, or promise to be complied with or satisfied by them under the Agreement; (iv) any Material Adverse Change, as defined in the Agreement; or (v) any material developments in any Proceeding, as defined in the Agreement, including of the United States Department of Justice, other Government Entities, as defined in the Agreement, and private plaintiffs, relating to or arising from the Longo Proceedings, as defined in the Agreement.

[Remainder of Page Left Blank Intentionally – Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate on behalf of the Corporation effective as of the first date set forth above.

By: Douglass E. Harrison
Name: Douglass E. Harrison
Title: CEO

EXHIBIT A

Medical Staff Disclosure

1. None.

EXHIBIT B

Notification of Certain Matters

1. None.