

Anna Long
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October 8, 2013

Via Email: Dennis.Odowd@nrc.gov

Dennis O'Dowd
U.S. Nuclear Regulatory Commission, Region III
Material Licensing Branch
2443 Warrenville Road, Suite 210
Lisle, Illinois 60532-4352

Re: Change of Control of NRC Materials License No. 13-26691-01


Dear Dennis:

It was nice speaking with you earlier regarding the acquisition of Northwest Indiana Cardiovascular Physicians, P.C. by my client, Porter Physician Services, LLC. As we discussed, the change of ownership did not take place on September 1, 2013 as was originally planned when the notice was first sent to your agency. Instead, the change of ownership took place on October 1, 2013. Accordingly, attached for your records is a copy of the Bill of Sale evidencing this transaction and its closing date.

Please do not hesitate to contact me with any questions you might have as you review our change of ownership request.

Sincerely,

BRADLEY ARANT BOULT CUMMINGS LLP

By: 
Anna J. Long

Enclosure

7/3239966.1

GENERAL ASSIGNMENT, CONVEYANCE AND BILL OF SALE

THIS GENERAL ASSIGNMENT, CONVEYANCE AND BILL OF SALE (this "Bill of Sale") is made and entered into effective as of October 1, 2013, by and among on the one hand **PORTER PHYSICIAN SERVICES, LLC**, a Delaware limited liability company ("Buyer"), and on the other hand **NORTHWEST INDIANA CARDIOVASCULAR PHYSICIANS, P.C.**, an Indiana professional corporation ("NICP"), **NORTHWEST INDIANA CARDIOVASCULAR PHYSICIANS MANAGEMENT, INC.**, an Indiana corporation ("NICPM," and, collectively with NICP, the "Seller"), and their respective shareholders. Seller is hereinafter sometimes referred to as "Assignor." Buyer is hereinafter sometimes referred to as "Assignee."

This Bill of Sale is being delivered pursuant to that certain Asset Purchase Agreement (the "Purchase Agreement") by and among Buyer, Seller, and their Owners, and is subject to all of the terms and conditions thereof. Any capitalized terms used but not otherwise defined in this Bill of Sale shall have the same meanings herein as ascribed to such terms in the Purchase Agreement.

Assignor hereby assigns, transfers and conveys unto Assignee, its successor and assigns forever, all of its right, title and interest in and to the Assets.

Assignor hereby constitutes and appoints Assignee its true and lawful attorney, with full power of substitution, in the name of Assignor or otherwise, and on behalf and for the benefit of Assignee: (a) to demand and receive from time to time any and all of the Assets; (b) to give receipts and releases for or in respect of the same or any part thereof; (c) to institute and prosecute, from time to time, in the name of Assignor or otherwise, any and all actions, suits and proceedings which Assignee deems proper to collect, assert or enforce any claim, title, right, debt, note or actions, suits or proceedings in respect to the Assets; and (d) to execute such other documents and take such other action as may be necessary from time to time to carry out this Bill of Sale. Assignor hereby declares that the foregoing powers are coupled with an interest and shall be irrevocable.

Assignor covenants and agrees that it will at any time and from time to time do, execute, acknowledge and deliver any and all other acts, deeds, assignments, transfers, conveyances, powers of attorney or other instruments that Assignee reasonably deems necessary or proper to carry out the assignment and conveyance intended to be made hereunder.

This Bill of Sale shall be binding upon and inure to the benefit of Assignor and Assignee and their successors and assigns.

SIGNATURE PAGE FOLLOWS

IN WITNESS WHEREOF, the parties have executed this Bill of Sale effective as of the date first above written.

ASSIGNEE:

PORTER PHYSICIAN SERVICES, LLC

By: 

Terry H. Hendon, Vice President

ASSIGNOR:

NORTHWEST INDIANA CARDIOVASCULAR
PHYSICIANS, P.C.

By: _____

Name: _____

Title: _____

NORTHWEST INDIANA CARDIOVASCULAR
PHYSICIANS MANAGEMENT, INC.

By: _____

Name: _____

Title: _____

IN WITNESS WHEREOF, the parties have executed this Bill of Sale effective as of
the date first above written.

ASSIGNEE:

PORTER PHYSICIAN SERVICES, LLC

By: _____
Terry H. Hendon, Vice President

ASSIGNOR:

NORTHWEST INDIANA CARDIOVASCULAR
PHYSICIANS, P.C.

By: _____

Name: Daniel Linert

Title: President

NORTHWEST INDIANA CARDIOVASCULAR
PHYSICIANS MANAGEMENT, INC.

By: _____

Name: Daniel Linert

Title: President

O'Dowd, Dennis

From: Long, Anna <ALong@babbc.com>
Sent: Tuesday, October 08, 2013 2:52 PM
To: O'Dowd, Dennis
Subject: Change of Control of Materials License No. 13-26691-01
Attachments: DOCS-#3239980-v1-CHS-NICP-Letter_to_D_O_Dowd_re_Closing_Date_(AS_SENT).PDF

Dennis,

Attached for your records is a copy of the Bill of Sale evidencing the closing date as October 1, 2013.

Thanks,
Anna

**BRADLEY ARANT
BOULT CUMMINGS LLP**

Anna J. Long
Attorney

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