

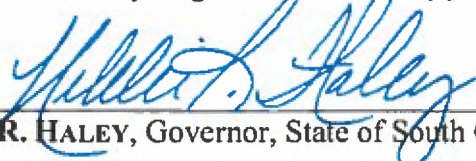
**APPROVAL OF REISSUANCE OF
GENERAL OBLIGATION REFUNDING BONDS
BY THE LAURENS COUNTY HEALTH CARE SYSTEM**

I, **NIKKI R. HALEY**, Governor of the State of South Carolina, for the purposes of §147(f) of the Internal Revenue Code of 1986, as amended, do hereby approve the reissuance by Laurens County Health Care System (the “**Issuer**”) of its \$6,080,000 original principal amount Laurens County Health Care System, South Carolina, General Obligation Refunding Bonds (the “**Reissued Bonds**”), currently outstanding in the principal amount of \$3,835,000, due to a change in use of the healthcare facilities financed or partially financed by the Reissued Bonds.

The Issuer represents that the proceeds of the Reissued Bonds were used by the Issuer to provide additional space for outpatient surgery and diagnostic services, as well as hospital lobby renovations, at GHS Laurens County Memorial Hospital, a 76-bed acute care facility, located at 22725 Highway 76 East, Clinton, South Carolina 29325. A portion of the proceeds were also used for construction of a maintenance and warehouse facility located at the same address (the “**Refinanced Facilities**”).

GHS Laurens County Memorial Hospital is presently operated by Greenville Health System under a Lease and Contribution Agreement (the “**Lease and Contribution Agreement**”) dated July 1, 2013 between the Issuer and Greenville Health System. Pursuant to a new sublease expected to become effective on or about October 1, 2016, Greenville Health System will sublease its interests in GHS Laurens County Memorial Hospital (including the Refinanced Facilities) to Upstate Affiliate Organization d/b/a Greenville Health System (“**UAO**”). The Refinanced Facilities will be used by UAO as the new operator. UAO and Laurens County Health Care System will cause the Reissued Bonds to be treated as tax exempt Qualified 501(c)(3) Bonds, as defined in Section 145 of the Internal Revenue Code of 1986, as amended (the “**Code**”).

A public hearing was held by the Issuer with respect to the Reissued Bonds and the Refinanced Facilities on September 7, 2016, at 9:00 a.m. at Laurens County Memorial Hospital Board Room following publication of notice of the public hearing in *The Clinton Chronicle*, a newspaper of general circulation not less than 14 days prior to the date of such hearing. According to the report attached hereto as Exhibit “A” members of the general public were given the opportunity to comment orally and in writing concerning the Reissued Bonds and the sublease to UAO. This document is intended to constitute public approval of the Reissued Bonds for purposes of Section 147(f) of the Code and Treasury Regulation 5F-102-2(c).



NIKKI R. HALEY, Governor, State of South Carolina

Dated: September 29, 2016