

**COOLEY  
SHRAIR**  
ATTORNEYS AT LAW

**Danielle I. Nicklas**  
ATTORNEY Admitted in MA and CT

**DIRECT DIAL**  
413 735 8010

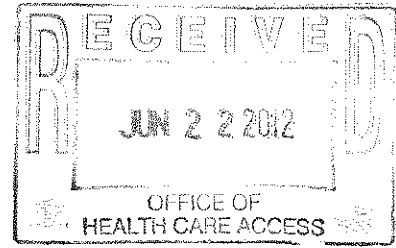
**E-MAIL**  
dnicklas@cooleyshrair.com

www.cooleyshrair.com

June 21, 2012

FILE NO. 26014.6

Kimberly Martone  
Director of Operations  
Office of Health Care Access  
410 Capitol Avenue, MS#13HCA  
Hartford, CT 06134



RE: Application for Certificate of Need  
Transfer of Ownership or Control

Dear Ms. Martone:

Enclosed please find one original and four copies of an application for a Certificate of Need ("CON") for Transfer of Ownership or Control of Radiology & Imaging, Inc's facility located in Enfield, Connecticut. A check for the \$500 filing fee is in the pocket of the binder marked "Original" along with a CD containing the electronic copy. The four binders marked "Copy" mirror the original with the exception of the CD.

A notice to the public regarding the CON was published in the Journal Inquirer pursuant to Section 19a-638 of the Connecticut General Statutes on May 30, June 1 and June 2, 2012. Copies are enclosed for your information.

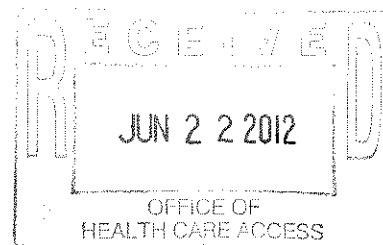
If you have any questions please do not hesitate to contact us.

Very truly yours,

A handwritten signature in cursive script that reads "Danielle I. Nicklas".

DANIELLE I. NICKLAS

## Application Checklist



### Instructions:

1. Please check each box below, as appropriate; and
2. The completed checklist *must* be submitted as the first page of the CON application.

Attached is the CON application filing fee in the form of a certified, cashier or business check made out to the "Treasurer State of Connecticut" in the amount of \$500.

### For OHCA Use Only:

Docket No.: 12-31776-CON Check No.: 7300  
OHCA Verified by: SO Date: 1/23/12

Attached is evidence demonstrating that public notice has been published in a suitable newspaper that relates to the location of the proposal, 3 days in a row, at least 20 days prior to the submission of the CON application to OHCA. (OHCA requests that the Applicant fax a courtesy copy to OHCA (860) 428-7053, at the time of the publication)

Attached is a paginated hard copy of the CON application including a completed affidavit, signed and notarized by the appropriate individuals.

Attached are completed Financial Attachments I and II.

Submission includes one (1) original and four (4) hard copies with each set placed in 3-ring binders.

**Note:** A CON application may be filed with OHCA electronically through email, if the total number of pages submitted is 50 pages or less. In this case, the CON Application must be emailed to [ohca@ct.gov](mailto:ohca@ct.gov).

**Important:** For CON applications (less than 50 pages) filed electronically through email, the signed affidavit and the check in the amount of \$500 must be delivered to OHCA in hardcopy.

The following have been submitted on a CD

1. A scanned copy of each submission in its entirety, including all attachments in Adobe (.pdf) format.
2. An electronic copy of the documents in MS Word and MS Excel as appropriate.

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**AFFIDAVIT**

Applicant: **Baystate Radiology and Imaging, LLC**

Project Title: **Transfer of Ownership of Radiology and Imaging to Baystate Radiology and Imaging, LLC**

I, Laurie Gianturco, President  
(Individual's Name) (Position Title – CEO or CFO)

of **Baystate Radiology and Imaging, LLC** being duly sworn, depose and state that **Baystate Radiology and Imaging, LLC's** information submitted in this Certificate of Need Application is accurate and correct to the best of my knowledge.

L. Gianturco  
Signature

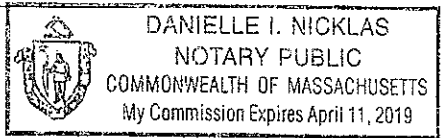
6  
Date

Subscribed and sworn to before me on 6/11/12

Danielle Nicklas

Notary Public/Commissioner of Superior Court

My commission expires: April 11, 2019



**AFFIDAVIT**

Applicant: **Radiology and Imaging, Inc.**

Project Title: **Transfer of Ownership of Radiology and Imaging to Baystate Radiology and Imaging, LLC**

I, Laurie Gianturco, President  
(Individual's Name) (Position Title – CEO or CFO)

of **Radiology and Imaging, Inc.**, being duly sworn, depose and state that

**Radiology and Imaging Inc.**'s information submitted in this Certificate of

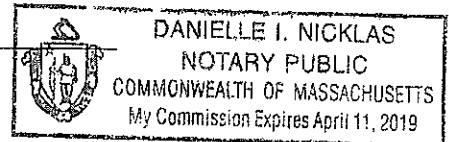
Need Application is accurate and correct to the best of my knowledge.

Laurie Gianturco  
Signature

6/11/12  
Date

Subscribed and sworn to before me on 6/11/12

Danielle Nicklas  
Notary Public/Commissioner of Superior Court



My commission expires: April 11, 2019

#26014.6DIN 06/20/12

500.00

85637

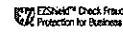
Temp Treasurer State of Connecticut

7300

COOLEY, SHRAIR P.C.  
ATTORNEYS AT LAW  
1380 MAIN STREET  
SPRINGFIELD, MA 01103



53-7169-2118



7300

DATE  
06/20/12

AMOUNT  
\$500.00

FIVE HUNDRED DOLLARS & ZERO CENTS

PAY  
TO THE  
ORDER  
OF

Treasurer State of Connecticut

AUTHORIZED SIGNATURE

Security features. Details on back.

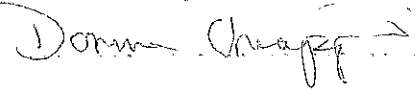
⑈007300⑈ ⑆211871691⑆ 100021446760⑈

# Affidavit of Publication

State of Connecticut }  
County of Hartford } 49. Manchester

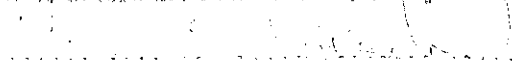
I, Donna Chiapponi, do solemnly swear that I am Classified Bookkeeper of the  
Journal Inquirer printed and published at Manch. in the State of Connecticut and that from my own  
personal knowledge and reference to the files of said publication the advertisement of  
Legal Notice for Law Office of Cooley-Shrair 19a-638 et seq of the CT General  
Statutes Radiology & Imaging, INC. Baystate Radiology & Imaging, LLC  
apply to Office of Health Care for Cert.of Need Please see attached leafsheet(s)  
was inserted in the regular editions on dates as follows: May 31, 2012, June 1, 2012 & June 2, 2012

Donna Chiapponi  
Billing Department



Subscribed and sworn to before me this 23<sup>rd</sup> day of June, 2012

Seal

  
Notary Public

**NOTICE TO:**

**Kane Jellison**, whose last known residence was in the town of Tolland, CT

**Shelley Briere**, whose last known residence was in the town of Tolland, CT

Pursuant to an order of Hon. Claire C. Twerdy, Judge, a hearing will be held at Northeast Regional Children's Probate District, 90 South Park Street, Willimantic, CT 06226 on June 7, 2012 at 3:30 PM.

On an application for Temporary Custody Pending Removal of Guardian concerning a certain minor child born on December 25, 2006. The court's decision will affect your interest, if any, as in said application on file more fully appears.

**RIGHT TO COUNSEL:** If the above-named person wishes to have an attorney, but is unable to pay for one, the court will provide an attorney upon proof of inability to pay. Any such request should be made immediately by contacting the court office where the hearing is to be held.

By Order of the Court Kelley Gamache, Judge

Journal Inquirer  
May 31, 2012

**PUBLIC NOTICE  
ANNUAL MEETING OF THE  
CRYSTAL LAKE FIRE DISTRICT**

The legal voters of the Crystal Lake Fire District, Inc., the town of Ellington, Connecticut, are hereby warned of the annual meeting of the said district to be held on Monday, June 25, 2012 at 8:00 p.m. EDT in the firehouse of Crystal Lake for the following reasons:

1. To hear and take action on the annual report of the committee for the said district.
2. Consider and if deemed advisable to empower the committee to contract with the Town of Ellington to provide fire protection in the Crystal Lake Fire District for a period of one year.
3. To empower the committee to transfer funds from one budget to other budget accounts.
4. To elect the following officers to said district for a term of one year beginning July 1, 2012, five members of the committee and one clerk.
5. To consider any other business property to come before said meeting.

Dated at Crystal Lake, Ellington, Connecticut, this, first day of June, 2012.

Tonya Glomboske  
District Clerk

Journal Inquirer  
May 31, 2012

Probate, Greater Manchester Probate District, by decree dated May 7, 2012, ordered that all claims must be presented to the fiduciary at the address below. Failure to promptly present any such claim may result in the loss of rights to recover on such claim.

Eva L. LeBaron,  
Clerk

The fiduciary is:  
Ellen C. Hagen  
47 Lustig Road  
Willington, CT 06279  
Journal Inquirer  
May 31, 2012

**NOTICE TO CREDITORS  
ESTATE OF**

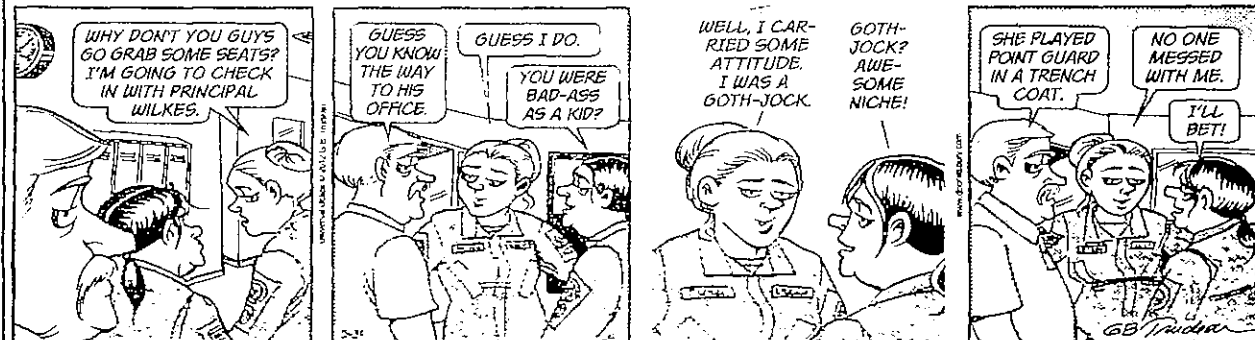
Florence R. Johnson, AKA  
Florence Ruth Johnson

The Hon. Michael M. Darby, Judge of the Court of Probate, Greater Manchester Probate District, by decree dated May 15, 2012, ordered that all claims must be presented to the fiduciary at the address below. Failure to promptly present any such claim may result in the loss of rights to recover on such claim.

Eva L. LeBaron,  
Clerk

The fiduciaries are:  
Walter Johnson  
113-115 Cambridge Street  
Manchester, CT 06042  
And  
Diane Crosby  
73 Geraldine Drive  
Coventry, CT 06238  
Journal Inquirer  
May 31, 2012

**DOONESBURY by Garry Trudeau**



to Sections 9-382 to 9-450 of the Connecticut General Statutes, not later than 4:00 p.m. on June 12, 2012. Petition forms, instructions and information concerning the procedure for filing of opposing candidacies, including schedules, may be obtained from:

Kenneth Houck, Republican Registrar of Voters, 21 Tolland Green, Tolland, Connecticut.

Margaret DeVito  
Tolland Town Clerk

Journal Inquirer  
May 31, 2012

**Town of East Hartford  
Planning and Zoning Commission**

The East Hartford Planning and Zoning Commission will hold a Public Hearing Meeting on June 13, 2012 at 7:30 p.m. in the Town Council Chambers 740 Main Street East Hartford, Connecticut on the following items:

**SPECIAL PERMIT APPLICATION** - Under sections 205.1(d) to allow conversion from a filling station repair facility to a filling station with a convenience store on land located at 451 School Street.  
Assessors Map # 39 Lot #108  
Applicant: Mohammad Raza  
(Postponed from the May 9, 2012 Public Hearing)

**ZONE CHANGE APPLICATION:** Master Plan modification request to demolish an existing storage building and construct a new two story office building within a previously approved Design Development District I (DDD) on 1.7 acres of land located at 135 Riverside Drive.  
Assessor's Map #9 Lot #2  
Applicant: Goodwin College Inc.

Copies of the petition and maps relating to the above items are on file in the office of the Town Clerk. All interested persons may appear and be heard or have a representative appear for them. Any request for postponement of a hearing on the above applications shall be filed in writing by the petitioner to the Chairman no later than June 8, 2012.

Journal Inquirer  
May 31, 2012  
June 7, 2012

to Sections 9-382 to 9-450 of the Connecticut General Statutes, not later than 4:00 p.m. on June 12, 2012. Petition forms, instructions and information concerning the procedure for filing of opposing candidacies, including schedules, may be obtained from:

Michael Wyman, Democratic Registrar of Voters, 21 Tolland Green, Tolland, Connecticut.

Margaret DeVito  
Tolland Town Clerk

Journal Inquirer  
May 31, 2012

Statute Reference: 19a-638 et seq. of the Connecticut General Statutes

Applicants: Radiology and Imaging, Inc., and Bay State Radiology and Imaging, LLC.

Addresses: Radiology and Imaging, Inc.  
1350 Main Street  
Springfield, MA 01103

Baystate Radiology and Imaging, LLC  
1350 Main Street  
Springfield, MA 01103

Town: Enfield

Proposal: The applicants will be applying to the Office of Health Care Access for a Certificate of Need. The application requests approval of a transfer of ownership and control of Radiology and Imaging, Inc.'s imaging facility located at 113 Elm Street, Enfield, Connecticut to Baystate Radiology and Imaging, LLC.

Capital Expenditure: \$0

Journal Inquirer  
May 31, 2012  
June 1, 2012  
June 2, 2012

**POOL CLEANER:** Self propelled cost \$750. 2 yrs old. Sell for \$200. 860-646-2842.

**POOL PUMP:** 1 hp, sand filter by Jacuzzi both \$50. 860-646-2842.

**480 SPORTS EQUIPMENT**

**AIR GUN SHOW  
JUNE 9 & 10  
SAT 9-4 SUN 9-2  
WINDSOR ELKS CLUB  
130 DEERFIELD ROAD  
WINDSOR, CT  
BUY, SELL OR TRADE  
CONTACT  
KEVIN 860-649-7599**

**GOLF CLUBS:** Kids Wilson Ultra Junior with bag. \$25. 860-645-2629.

**GOLF CLUBS:** Top-Flite four woods, nine irons, plus a putter. \$125 860-623-9735.

**IRON PING EYE 2** black eye, 9AW, like new grips plus putter. Asking \$145, call 860-688-4771.

**QUALITY IRONS:** Mizuno Climaxon 4/p. Asking \$135, call 860-688-4771.

**490 TICKETS**

**TICKETS (2)** Red Sox vs. Florida Marlins 6/19 Grandstand 16 \$170 for both. 860-989-2357.

**TICKETS (3)** for Nationals at Red Sox, Sat 6/9 4p Sect G17 Row 5 \$185.50 860-648-9723.

**TICKETS:** Red Sox-Atlanta 6/24 (2) Infield Grandstand Section 24 \$185 pair 860-644-0040

**TAG SALE**

DATE:  
TIME:

AS ADVERTISED IN THE Journal Inquirer

**Tag Sale Signs Are FREE!**

When you place and pay for your Tag Sale ad at Journal Inquirer 306 Progress Dr., Manchester



# PERT DO IT

646-7767, 860-646-0500 or  
1-237-3606 ext. 258  
**1 INCH / 24 DAYS \$80.00**

2850 ROOFING

**JULIEN'S ROOFING & REPAIRS**  
Specializing in  
**Tear-Offs**  
40 years experience  
Lic. #527831 • Hire A Vet  
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**KR MASONRY & ROOFING LLC**  
Residential & Commercial  
Shingling Hot roofs, new work & repairs  
Masonry concrete. Lic. & Ins. Ken Keesa  
860-872-0185 or 860-982-7675

**SADOWSKI'S**  
Roof Repairs  
Leak Specialist  
Shingles  
Hot Tar Roofs  
Heat Weld FREE  
Rubber EST.  
CT Lic# 0627898  
**860-830-7732**

2855 ROTOTILLING

ROTOTILLING - Rates vary by size. Call 860-623-2968 or 860-836-9690

2990 STUMP REMOVAL

**CHIP-A-STUMP LLC**  
Established 1985  
26 years of Professional Service  
  
**860-684-5437**  
Free Estimates • Fully Insured

**STUMP GRINDING BRUSH CHIPPING**  
Low Rates & Senior Discounts  
Ctstumpgrinding.com  
**860-646-1217**

3050 TREE SERVICE

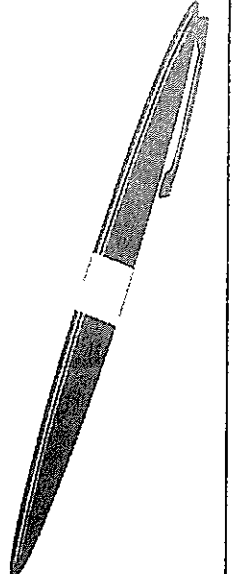
**BROKEN & HANGING LIMB REMOVAL**

3050 TREE SERVICE

**RAY KAY TREE SERVICE**  
Small town business!  
Small town prices!  
Serving Enfield & surrounding towns for over 20 yrs. Fully Insured  
**860-741-7346**

**RISKY PROPERTY MAINTENANCE**  
\* TREE REMOVAL \*  
\* BRUSH CHIPPING \*  
\* STUMP GRINDING \*  
\* LAWN REPAIRS \*  
\* LOT CLEARING \*  
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LIC. & INS.

*Get This Down*



**Journal Inquirer**

730 AUTOS FOR SALE

VW JETTA GLS 2002 1.8T 5spd new timing belt, black sunroof, 17" alloys, Excellent Car! #A32 \$6,850. Call Dan's Auto Sales 860-291-0473.

VW JETTA WAGON 02, 1.8 T AT, sunroof, 77K, #B13. \$5,450. Call Enfield St Auto Sales 860-490-1883.

VW PASSAT GLX 2002 Black Irish, Grey leather, 6 cyl, alloys, SHARP car! #A3. \$6,950. Call Dan's Auto 860-291-0473.

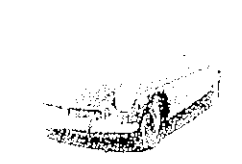
733 SPORT UTILITY VEHICLES

JEEP CHEROKEE SPORT 99 #40C AT LOADED! New brakes, tires, & exhaust, alloys, 161K, MINT! \$4,950. Call The Car Place 860-763-3273.

735 AUTOS & TRUCKS WANTED

PAYING CASH for Junk cars & trucks call for price. Parker St Auto 860-646-2036

745 CLASSICS & ANTIQUES



MGB MIDGET 1973 red convertible, bucket seats, chrome bumpers. \$7,500 Call 860-810-9704. WebPhoto: 1104472

760 MOTORCYCLES

HARLEY DAVIDSON '99, low rider, gold nugget yellow, 7,800 miles. Big Bore kit many mods all performed by TSI all org unused parts & org receipts go w/ this package, good looking & high performance @ half the price \$11,500. 860-684-4630



HARLEY DAVIDSON FAT BOY 04' Softtail. Ex. cond. Deep red. Lots of chrome, backrest, floorboards 8900 ml S bags \$10,900/bo 860-851-9880

KTM 125 SX Starts first kick, runs good, looks good, stored indoors, never raced. \$1,900. Call 860-872-6207

765 RV'S & VANS



SPRINGDALE KEYSTONE 19' 2006 Loaded, stove, oven, AC, microwave, Radio, Hookup for Cable TV. \$7,500 Call 860-688-1488

780 TRUCKS

CHEVY 1500 99 Xtra cab 4X4, SUPER CLEAN! 90K, #B16 \$5,950. Call Enfield St Auto Sales 860-490-1883.

# Sports coverage

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the best  
sports  
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## PUBLIC NOTICE

**PUBLIC NOTICE**  
Statute Reference: 19a-638 et seq. of the Connecticut General Statutes  
Applicants: Radiology and Imaging, Inc., and Bay state Radiology and Imaging, LLC.  
Addresses: Radiology and Imaging, Inc.  
1350 Main Street  
Springfield, MA 01103  
Baystate Radiology and Imaging, LLC  
1350 Main Street  
Springfield, MA 01103  
Town: Enfield  
Proposal: The applicants will be applying to the Office of Health Care Access for a Certificate of Need. The application requests approval of a transfer of ownership and control of Radiology and Imaging, Inc.'s imaging facility located at 113 Elm Street, Enfield, Connecticut to Baystate Radiology and Imaging, LLC.  
Capital Expenditure: \$0  
Journal Inquirer  
May 31, 2012  
June 1, 2012  
June 2, 2012

## PUBLIC NOTICE

A certified list of Republican party-endorsed candidates for the Town of Windsor for election as Registrar of Voters and Justice of the Peace is on file in my office at 275 Broad Street, Windsor CT and copies thereof are available for public distribution.  
A Primary will be held August 14, 2014 if the required primary petition(s) for opposition candidate(s) is filed, pursuant to Section 9-382 to 9-450 of the Connecticut General Statutes, not later than 4:00 p.m. on June 12, 2012. For Justice of the Peace, a petition form with candidates numbering at least a bare majority of the number of justices of the peace to be nominated by such party in the municipality must be filed. Petition forms, instructions and information concerning the procedure for filing of opposing candidacies, including schedules, may be obtained from Karen A. Andrews, Republican Registrar of Voters, 275 Broad Street, Windsor CT.  
Agnes M. Pier  
Municipal Clerk of Windsor

## PUBLIC NOTICE

A certified list of Democratic party-endorsed candidates for the Town of Windsor for election as Registrar of Voters and Justice of the Peace will be on file in my office at 275 Broad Street, Windsor CT and copies thereof are available for public distribution.  
A Primary will be held August 14, 2014 if the required primary petition(s) for opposition candidate(s) is filed, pursuant to Section 9-382 to 9-450 of the Connecticut General Statutes, not later than 4:00 p.m. on June 12, 2012. For Justice of the Peace, a petition form with candidates numbering at least a bare majority of the number of justices of the peace to be nominated by such party in the municipality must be filed. Petition forms, instructions and information concerning the procedure for filing of opposing candidacies, in-

# CROSSWORD

by Thomas Joseph

- ACROSS:**
- 38 Joined
  - 1 Parson's command
  - 7 San Juan Hill setting
  - 11 Right now
  - 12 Frank
  - 13 Mountain prowler
  - 14 Pull along
  - 15 Computer key
  - 16 Paris sight
  - 17 Spies
  - 18 Peanut pioneer
  - 19 Easy gait
  - 21 Hosp. parts
  - 22 Noted cow owner

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Yesterday's answer

- 9 Cheap
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- 21 Turn pale
- 4 Eats
- 10 Ticks
- 26 Jartsberg
- 5 Surgery off
- 26 Jartsberg
- 16 Stuffed feature
- 10 Shade
- 30 Delight
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- 10 Shade
- 30 Delight
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- 7 Program-
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- 3 Away from
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- 33 Groan
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- inducer

- 25 Arthur of TV
- 28 Olympus group
- 27 Shampoo output
- 29 Brandy base
- 33 Famed fur trader
- 34 Thousand, in Tours
- 35 Empty

**NEW CROSSWORD BOOK!** Send \$4.75 (check/m.o.) to Thomas Joseph Book 2, P.O. Box 536475, Orlando, FL 32853-6475.

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**300 ARTS & CRAFTS**  
**POOL FILTER & PUMP** Above ground, excellent cond., many extras \$100. 860-688-0641

Rooster Items all different kinds 9 pieces Excellent cond. \$5.00 Call 800-221-1501

**300 ARTS & CRAFTS**  
**TRAVEL IRON** Electric, never used, still in original box. Asking \$16. Call 860-528-2455.

**300 ARTS & CRAFTS**  
**WACURAM** Wet/Dry Sears Craftsman with accessories. \$30 OBO 860-432-1423.

**WEDDING CHAMPAGNE FLUTES:** 3 sets of 2 personalized sets \$10.00 860-684-4591

**XBOX GAMES (10)** Asking \$30 or 3 O Call 860-268-6939.

**300 ARTS & CRAFTS**  
**SPECIALTY YARN** Made in Europe \$2.00 skein. 860-649-2712.

**860-646-7767 or 860-237-3606**

**315 BUILDING MATERIAL**  
**Antique Douglas Fir** Dc 1920 orig int orig hardware cond \$100 860-428-8329

**CATCH BASIN CEMENT BLOCKS** 6"x8". 6 for \$ Call 860-872-4912.

**CEDAR/DOORS** Excel condition \$60.00 860-649-60

**DOOR** Metal Exterior 3 Sl panes at top 36 inch. Ask \$75 OBO, call 860-559-9392.

**FLOOR TILE** Porcelain 12 10 boxes. Asking \$200. OI Call 860-559-9392.

**ROOFING SLATE** 6' X 14' 5' X 5' squares. \$20. 860-6-5823.

**SKYLIGHT** VS606 manual v 44x46 velux, like new in \$100 OBO. Call 860-559-9392.

**PUBLIC NOTICE**

Statute Reference: 19a-638 et seq. of the Connecticut General Statutes

Applicants: Radiology and Imaging, Inc., and Bay state Radiology and Imaging, LLC

Addresses: Radiology and Imaging, Inc 1350 Main Street Springfield, MA 01103

Baystate Radiology and Imaging, LLC 1350 Main Street Springfield, MA 01103

Town: Enfield

Proposal: The applicants will be applying to the Office of Health Care Access for a Certificate of Need. The application requests approval of a transfer of ownership and control of Radiology and Imaging, Inc's imaging facility located at 113 Elm Street, Enfield, Connecticut to Baystate Radiology and Imaging, LLC.

Capital Expenditure: \$0

Journal Inquiry: May 31, 2012 June 1, 2012 June 2, 2012

**PUBLIC NOTICE**  
**TOWN OF SUFFIELD**  
**WATER POLLUTION CONTROL AUTHORITY**

The Water Pollution Control Authority of the Town of Suffield, Connecticut will hold a Public Hearing at the Water Pollution Treatment Facility, 844 East St. South, in Suffield Connecticut on Tuesday, June 12, 2012 at 7:00 p.m. to consider the following item:

The Authority will present and discuss the proposed Sewer Use Fee for Residential and Equivalent Units, Kent Farms Community Sewerage System and the rate per 1,000 gallons in excess of 57,000 gallons per year. The proposed schedule of Sewer Use Fees for Fiscal Year 2012-2013 is as follows:

Residential and Equivalent Units:	\$ 203.00
Kent Farms Community Sewerage System:	\$ 178.00
Rate per thousand gallons in excess of 57,000 gallons per year.	\$ 6.60

A copy of the proposed fees is on file at the Town Clerk's Office, Town Hall, 83 Mountain Road, Suffield, CT 06078

Bruce Flemington  
 Chairman  
 Water Pollution Control Authority  
 Suffield, Connecticut

Journal Inquiry: June 2, 2012

**322 CHILDREN'S ITEM**  
**BOX OF GIRLS CLOTHES** 4-6. Asking \$12. Call 860-2-6939

**MATCHBOX** Cars & 1 Wheels approx. 309, in exc. condition \$140/OBO 860-745-044

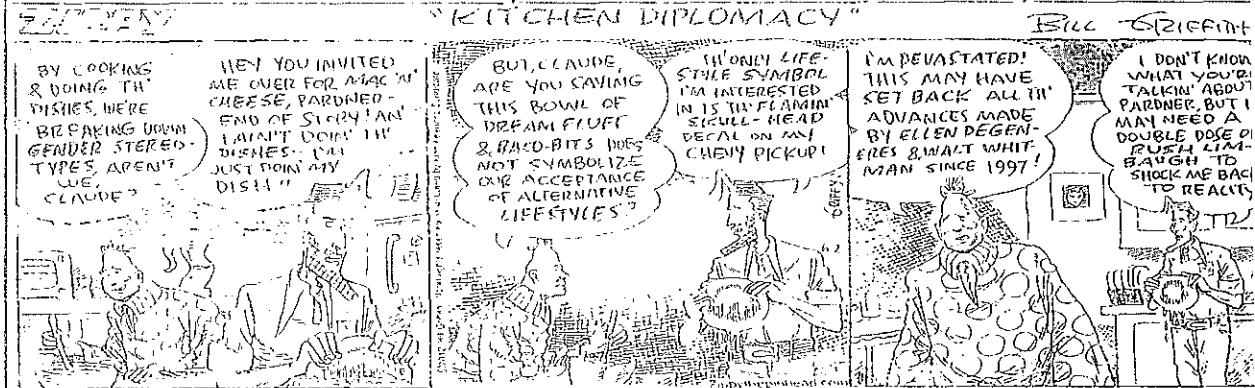
**POLLY POCKETS:** c c over 50 items including \$165 B/O. Call 860-745-

**326 CLOTHING**  
**DRESS** Jessica McClintc white prom spag. straps, size 11/12 \$100. 860-265-210

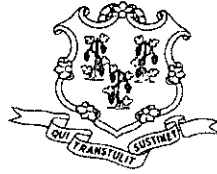
**HANDBAG:** Etienne Aign maroon shoulder bag. \$28. 860-265-3925.

**HANDBAG:** Liz Claiborn shoulder bag, never used. \$ 860-265-3925.

**HANDBAG:** Vera Bradley Lib Puccini NWT \$26. 860-26-3925.



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## State of Connecticut Office of Health Care Access Certificate of Need Application

**Instructions:** Please complete all sections of the Certificate of Need (“CON”) application. If any section or question is not relevant to your project, a response of “Not Applicable” may be deemed an acceptable answer. If there is more than one applicant, identify the name and all contact information for each applicant. OHCA will assign a Docket Number to the CON application once the application is received by OHCA.

<b>Docket Number:</b>	FBI	
<b>Applicant:</b>	Radiology & Imaging, Inc.	Baystate Radiology and Imaging, LLC
<b>Contact Person:</b>	Laurie Gianturco	Dennis Chalke
<b>Contact Person’s Title:</b>	President	Chairman
<b>Contact Person’s Address:</b>	1350 Main Street Springfield, MA 01103	1350 Main Street Springfield, MA 01103
<b>Contact Person’s Phone Number:</b>	413-495-1101	413-794-3943
<b>Contact Person’s Fax Number:</b>	413-827-7407	413-794-8436
<b>Contact Person’s Email Address:</b>	LGianturco@ rad-imaging.com	Dennis.Chalke@ bhs.org
<b>Project Town:</b>	Enfield	
<b>Project Name:</b>	Transfer of Ownership of Radiology and Imaging to Baystate Radiology and Imaging, LLC	
<b>Statute Reference:</b>	Section 19a-638, C.G.S.	
<b>Estimated Total Capital Expenditure:</b>	\$0	

## 1. Project Description and Need: Change of Ownership or Control

- a. Please provide a narrative detailing the proposal.

**This application requests the Office of Health Care Access' ("OHCA") approval of a transfer of facility ownership of Radiology and Imaging, Inc. ("R&I") located at 113 Elm Street, Enfield, CT (the "Facility"). Baystate Radiology and Imaging Center, LLC ("BRI") proposes to acquire sole ownership of the Facility. The current owner of the Facility, R&I, is also 50% owner of BRI. The remaining 50% owner of BRI is Baystate Medical Center ("BMC").**

**R&I currently operates an independent and out-patient diagnostic imaging facility providing a range of services, including x-ray, bone densitometry, mammography, ultrasound and computed tomography (CT) scanning. There are three locations that are operated and owned by R&I, including two facilities in Springfield, Massachusetts and one in Enfield, Connecticut. BRI is a joint venture between BMC and R&I. BRI has two facilities. One facility located in East Longmeadow, Massachusetts and one facility located in South Hadley, Massachusetts. BRI also operates a mobile unit to provide imaging for nursing home residents.**

**BRI will continue to operate the Facility as it was operated by R&I. Furthermore R&I will manage the Facility on behalf of BRI and its radiologists will conduct all of the readings.**

- b. Explain how each Applicant determined need for the proposal and discuss the benefits of this proposal for each Applicant (discuss each Applicant separately in separate paragraphs).

**The two Applicants have entered into an agreement whereby BRI will purchase R&I's operating assets. Furthermore, R&I's technologists will no longer be employed by it; rather, they will be employed by the other 50% owner of BRI, BMC. The radiologists will continue to be employed by R&I. R&I will continue to bill for the professional component of its work completed at the BRI Facility; however, it believes, as does BRI, that the proposal and the allocation of responsibilities thereunder, more fully described in the acquisition agreements, will allow each of the parties to operate more efficiently. R&I will manage the Facility on behalf of BRI.**

**Radiology and Imaging, Inc. –**

**R&I will not be required to maintain staff and technologists which will allow it to operate in a more cost-effective manner. It will simply employ radiologists who will provide professional services for interpretation of imaging studies performed at this Facility, as well as full office staff in its Springfield, Massachusetts headquarters.**

**Baystate Medical Center –**

**BMC, which currently employs numerous technologists and non-physician support staff in its various locations for the purposes of operating the machinery in doing the day-to-day non-professional technical services. This proposal will better allow it to operate more efficiently, as it has excess capacity for such employees.**

- c. Provide a history and timeline of the proposal (e.g., When did discussions begin between the Applicants? What have the Applicants accomplished so far?).

**In January of 2011, BRI and R&I entered into multiple agreements for the purchase of hard assets, with the understanding that R&I continue to employ professionals and bill for professional components of imaging studies and BRI would operate facilities with R&I as a manager. As described in Section 1(h) below, copies of the agreements are attached hereto. As is demonstrated therein, BRI will accept ownership of the Enfield Facility and will engage R&I to act as the Site Manager.**

- d. List any changes to the clinical services offered by the Applicants that result from this proposal, and provide an explanation.

**Imaging services will remain the same and there will be no reduction in the scope of services as a result of this proposal. All of the radiology and imaging services currently offered at R&I in the Enfield Facility will continue to be offered to patients under the new ownership structure when BRI takes over.**

- e. Describe the existing population served by the Facility changing ownership or control, and how the proposal will impact these populations. Include demographic information as appropriate.

**The existing population served by R&I primarily includes patients who live in Enfield, Suffield, Somers, Windsor Locks, East Windsor, and Windsor. The populations of these towns is as follows:**

Towns	2010 Population	2015 Projected Population	Projected Growth
Enfield	45,553	44,194	-3.1%
Suffield	14,387	14,348	-0.3%
Somers	11,297	11,208	-0.8%
Windsor Locks	12,424	12,938	4.0%
East Windsor	10,482	10,951	4.3%
Windsor	29,119	29,333	0.7%
<b>Total</b>	<b>123,262</b>	<b>122,972</b>	<b>-0.2%</b>

**The proposal will benefit patients in these communities by continuing to provide them with high quality of care, along with increased standardization of best practices, and the Facility will continue to service these patients with no negative impact.**

- f. Describe the transition plan and how the Applicants will ensure continuity of services. Provide a copy of a transition plan, if available.

**As indicated earlier, there will be no impact on services to patients as a result of this proposal and the Applicants will ensure that the transition is as seamless as possible. All imaging services currently offered at R&I will continue without interruption once BRI takes ownership. Specific aspects of the transition include:**

- **Public Notice: Public notice has been made in local papers as a prerequisite to filing the Certificate of Need Application.**

- **Equipment:** Existing imaging equipment will become the property of BRI and will continue to service patients without interruption.
  - **Clinical Protocols and Policies:** Radiology services at the Facility will continue to be provided consistent with existing policies and procedures currently in place.
  - **Information Technology:** BRI will utilize existing technology systems, and operations and billing will remain under R&I.
- g. For each Applicant (and any new entities to be created as a result of the proposal), provide the following prior to and after this proposal:
- i. Legal chart of corporate or entity structure including all affiliates.

**Please see Attachment 1(g) for copies of entity structure prior to and after implementation of this proposal.**

- ii. List of owners and the % ownership and shares of each.

**The current ownership is as follows:**

**Radiology and Imaging**

**It is owned by the following individual physician shareholders:**

**Laurie Gianturco  
Lawrence H. Goodman  
Christopher Moore  
Steven Allen  
Vivian Miller  
James Polga  
Richard Hicks  
Mario Grosso  
Aram Freshetian  
Rhett D. Krause  
Shan Li  
Wayne Gilbertie  
Paul Markarian  
David E. March  
Carlos Vaides  
Tara Catanzano  
Khaldoom Al-Dulaimy  
Michael Habeeb  
Jehangir Patel  
Stanley M. Polansky  
Stephen O'Connor  
Eugene Kang  
Dmitry Rakita**

**After the proposal, the ownership will be as follows:**

**Baystate Radiology and Imaging**

**R&I – 50% owner**

**BMC – 50% owner**

- h. Provide copies of all signed written agreements or memorandum of understanding, including all exhibits/attachments, between the Applicants related to the proposal. Note: If a final version is not available, provide a draft with an estimated date by which the final agreement will be available.

**Please see Attachment 1(h) for copies of the agreements between BRI and R&I.**

**2. Quality Measures**

- a. Submit a list of all key professional, administrative, clinical, and direct service personnel related to the proposal. Attach a copy of their Curriculum Vitae.

**Baystate Radiology and Imaging, LLC**

**President: Laurie Gianturco**

**Chairman: Dennis Chalke**

**Treasurer: Vasilios Tourloukis**

**Secretary: Michael Favreau**

**R&I**

**President: Laurie Gianturco**

**Vice President: Richard Hicks**

**Treasurer: Lawrence H. Goodman**

**Secretary: Christopher Moore**

- b. Explain how the proposal contributes to the quality of health care delivery in the region.

**This proposal will contribute to the quality of health care delivery in the region because the new ownership, through the joint venture, will allow needed imaging services in the community to continue in a highly accessible and cost efficient environment. Additionally, it is expected that operating efficiencies in equipment and maintenance, as well as quality for mammography and imaging will be standardized across the board.**



### 3. Organizational and Financial Information

- a. Identify the Applicant's ownership type(s) (e.g. Corporation, PC, LLC, etc.).

**Radiology and Imaging, Inc. is a Massachusetts for-profit corporation.  
Baystate Radiology and Imaging, LLC, is a Massachusetts for profit limited liability company.**

- b. Does the Applicant have non-profit status?

Yes (Provide documentation)  No

- c. Provide a copy of the State of Connecticut, Department of Public Health license(s) currently held by the Applicant and indicate any additional licensure categories being sought in relation to the proposal.

**Please see Attachment 3(c) for copies of applicable licenses.**

- d. Financial Statements

- i. If the Applicant is a Connecticut hospital: Pursuant to Section 19a-644, C.G.S., each hospital licensed by the Department of Public Health is required to file with OHCA copies of the hospital's audited financial statements. If the hospital has filed its most recently completed fiscal year audited financial statements, the hospital may reference that filing for this proposal.

N/A

- ii. If the Applicant is not a Connecticut hospital (other health care facilities): Audited financial statements for the most recently completed fiscal year. If audited financial statements do not exist, in lieu of audited financial statements, provide other financial documentation (e.g. unaudited balance sheet, statement of operations, tax return, or other set of books.)

**Please see Attachment D for copies of applicable financial statements.**

- e. Submit a final version of all capital expenditures/costs as follows:

**Table 2: Proposed Capital Expenditures/Costs**

Medical Equipment Purchase	\$0
Imaging Equipment Purchase	\$0
Non-Medical Equipment Purchase	\$0
Land/Building Purchase *	\$0
Construction/Renovation **	\$0
Other Non-Construction (Specify)	\$0
<b>Total Capital Expenditure (TCE)</b>	<b>\$0</b>
Medical Equipment Lease (Fair Market Value) ***	\$0
Imaging Equipment Lease (Fair Market Value) ***	\$0
Non-Medical Equipment Lease (Fair Market Value) ***	\$0
Fair Market Value of Space ***	\$0
<b>Total Capital Cost (TCC)</b>	<b>\$0</b>
<b>Total Project Cost (TCE + TCC)</b>	<b>\$0</b>
Capitalized Financing Costs (Informational Purpose Only)	\$0
Total Capital Expenditure with Cap. Fin. Costs	\$0

\* If the proposal involves a land/building purchase, attach a real estate property appraisal including the amount; the useful life of the building; and a schedule of depreciation.

\*\* If the proposal involves construction/renovations, attach a description of the proposed building work, including the gross square feet; existing and proposed floor plans; commencement date for the construction/ renovation; completion date of the construction/renovation; and commencement of operations date.

\*\*\* If the proposal involves a capital or operating equipment lease and/or purchase, attach a vendor quote or invoice; schedule of depreciation; useful life of the equipment; and anticipated residual value at the end of the lease or loan term.

- f. List all funding or financing sources for the proposal and the dollar amount of each. Provide applicable details such as interest rate; term; monthly payment; pledges and funds received to date; letter of interest or approval from a lending institution.

**N/A. There are no capital expenditure costs associated with this proposal. Therefore, there are no financing sources for this proposal.**

- g. Demonstrate how this proposal will affect the financial strength of the state's health care system.

**This proposal will not have any negative impact on the financial strength of the state's health care system. The continued presence a efficiently run alternative to hospital based imaging will provide a high quality alternative to patients and allow providers to give care to patients in the community in an easily accessible, patient friendly, care driven environment. The presence of multiple providers in the northern Connecticut region allows healthy competition and minimizes the possibility of a monopoly on services.**

**4. Patient Population Mix: Current and Projected**

- a. Provide the current and projected patient population mix (based on the number of patients, not based on revenue) with the CON proposal for the proposed program.

**Table 3: Patient Population Mix**

	<b>Current** FY ***</b>	<b>Year 1 FY ***</b>	<b>Year 2 FY ***</b>	<b>Year 3 FY ***</b>
Medicare*	455,707	492,709	507,491	522,715
Medicaid*	1,838	1,987	2,047	2,108
CHAMPUS & TriCare	20,524	22,191	22,856	23,542
<b>Total Government</b>	<b>478,069</b>	<b>516,887</b>	<b>532,394</b>	<b>548,366</b>
Commercial Insurers*	1,486,596	1,607,304	1,655,523	1,705,189
Uninsured	914	988	1018	1,048
Workers Compensation	661	715	736	758
<b>Total Non-Government</b>	<b>1,488,171</b>	<b>1,609,007</b>	<b>1,657,277</b>	<b>1,706,995</b>
<b>Total Payer Mix</b>	<b>1,966,241</b>	<b>2,125,894</b>	<b>2,189,671</b>	<b>2,255,361</b>

\* Includes managed care activity.

\*\* New programs may leave the "current" column blank.

\*\*\* Fill in years. Ensure the period covered by this table corresponds to the period covered in the projections provided.

- b. Provide the basis for/assumptions used to project the patient population mix.

**5. Financial Attachments I & II**

- a. Provide a summary of revenue, expense, and volume statistics, without the CON project, incremental to the CON project, and with the CON project. **Complete Financial Attachment I.** (Note that the actual results for the fiscal year reported in the first column must agree with the Applicant's audited financial statements.) The projections must include the first three full fiscal years of the project.

**Please see Attachment 5a for Financial Attachment I.**

- b. Provide the assumptions utilized in developing **Financial Attachment I** (e.g., full-time equivalents, volume statistics, other expenses, revenue and expense % increases, project commencement of operation date, etc.).

**Assumptions:**

**Start date is August 15, 2012**

**First year revenue and units will increase 7.5%. The second year, revenue and units will increase by 3% and the third year revenue and units will increase by 3%. The staff will be Baystate Medical Center employees that are contracted out to BRI. There will be no increase in staffing. Rent will increase 3% each year.**

- c. Identify the entity that will be billing for the proposed service(s).

**R&I will bill global on behalf of BRI.**

- d. As a result of the proposal, will there be any change to existing reimbursement contracts between the Applicants and payers (e.g. Medicare, Medicaid, commercial)? Explain.

**N/A. As a result of this proposal there will be no change to reimbursement contracts. R&I will continue to bill global on behalf of BRI and maintain all insurance plans currently accepted.**

- e. Provide the minimum number of units required to show an incremental gain from operations for each fiscal year.

**No additional units are needed in year 1 to show an incremental gain.**

- f. Explain any projected incremental losses from operations contained in the financial projections that result from the implementation and operation of the CON proposal.

**N/A. There are no projected incremental losses projected or anticipated as a result of this proposal.**

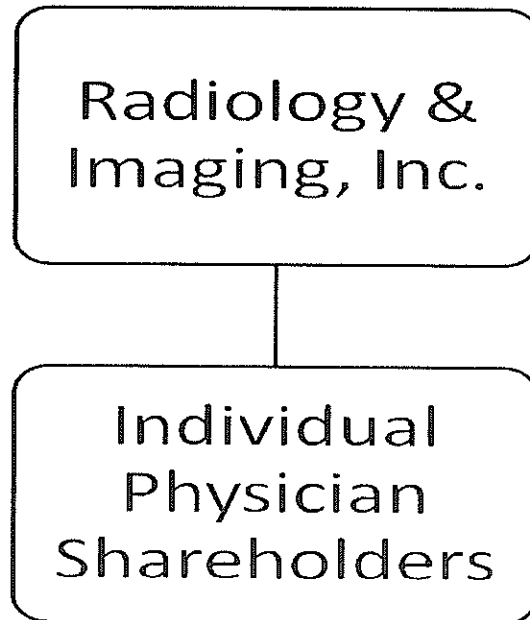
- g. Describe how this proposal is cost effective.

**BMC, due to its size and premier contracts, can negotiate better prices with vendors for equipment, supplies and maintenance contracts. BRI, through its extended relationship with BMC, will be able to realize these efficiencies. Additionally, BRI will be able to contract with BMC for maintenance and radiation physics support.**

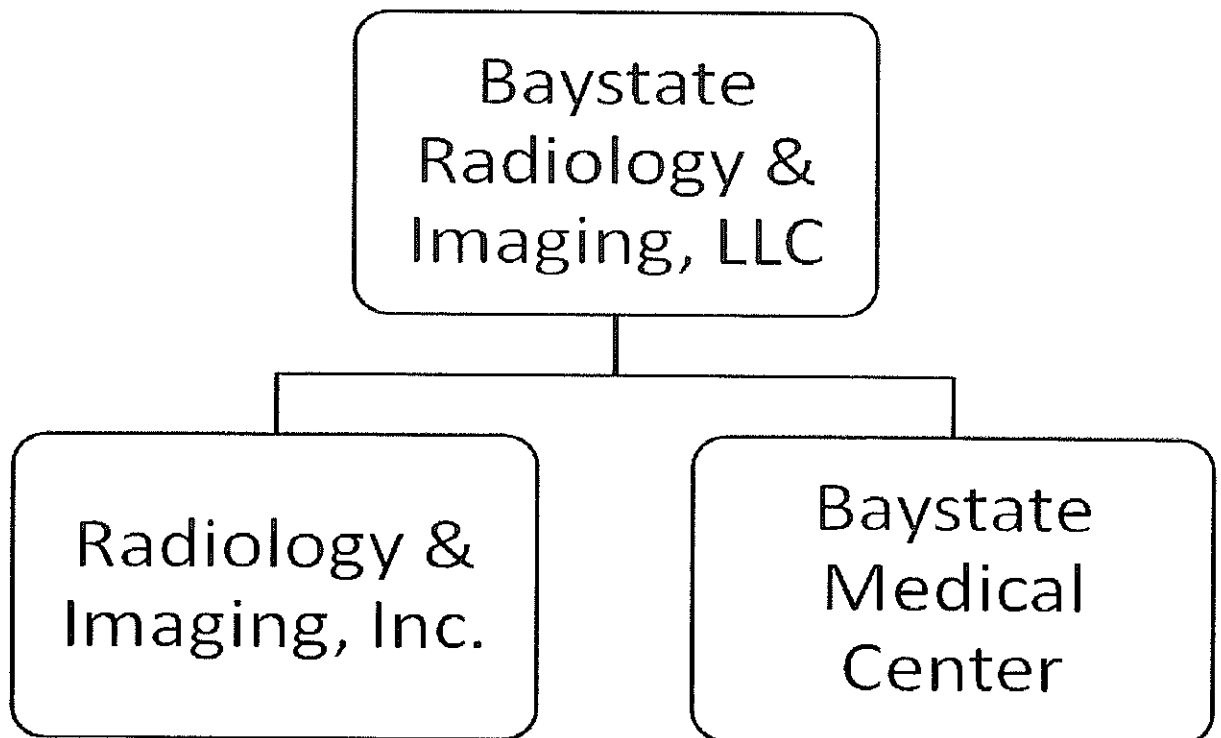
# **ATTACHMENT 1(g)**

## **Entity Structure**

The current ownership is:



After the proposal, the ownership will be as follows:



# **ATTACHMENT 1(h)**

## **Agreements**

**ASSET PURCHASE AGREEMENT  
BETWEEN  
BAYSTATE RADIOLOGY AND IMAGING, L.L.C.  
AND  
RADIOLOGY AND IMAGING, INC.**

This Asset Purchase Agreement, entered into and effective as of January \_\_, 2012, (the "BRI Asset Purchase Agreement" or "Agreement") is by and between BAYSTATE RADIOLOGY AND IMAGING, L.L.C., a Massachusetts limited liability company, having its principal office at 1350 Main Street, Springfield, Massachusetts ("BRI") and RADIOLOGY AND IMAGING, INC., a Massachusetts professional corporation having its principal office at 1350 Main Street, Springfield, Massachusetts ("R&I").

WHEREAS, BRI desires to purchase certain assets owned by R&I which are utilized in or related to R&I's medical practice (the "Practice"); and

WHEREAS, R&I is willing to carry out the sale of such assets to BRI;

NOW, THEREFORE, in consideration of the covenants, conditions and agreements contained in this Agreement, and for other good and valuable consideration, the receipt and sufficiency of which is acknowledged, the parties agree as follows:

1. Purchase, Sale and Delivery of Certain Assets.

Subject to the terms and conditions of this Agreement, R&I agrees to sell, convey, transfer and assign, and BRI agrees to purchase and accept from R&I, the assets set forth herein (collectively, the "Assets"). The Assets include R&I's leasehold interest in real estate at Elm Street in Enfield, Connecticut (the "Practice Site"). The Assets also include all of the tangible personal property of R&I used in connection with the Practice Site, including without limitation, office and medical supplies, equipment, office furnishings and machinery, as the same shall exist on the Closing Date.

2. Excluded Assets. The Assets shall not include: R&I's accounts receivable; non-patient receivables from government programs and other third parties such as PQRI; cash; pension plan assets; and investment accounts including stocks, bonds and money market funds, as well as other assets related to professional, management and administrative services, as may be more fully described on Schedule 2 to be developed prior to the Closing Date. Furthermore, the Assets shall not include R&I's tangible personal property located at 1350 Main Street, Springfield, Massachusetts.

3. Liabilities.

(a) Except as set forth explicitly in this Agreement, BRI shall not assume liabilities or obligations of R&I of any kind, excluding assigned service contracts, all as more fully described on Schedule 3 to be developed prior to the Closing Date. R&I shall remain liable



for environmental and other issues related to the Practice Site before the closing date and R&I shall be solely responsible for the satisfaction of payment of all Practice liabilities, obligations or expenses whether incurred before or after the Closing Date.

(b) Until the Closing Date, R&I will continue to operate its Practice and will continue to employ or be responsible for all of the individuals employed by it as of the Effective Date. Specifically, but without limitation, R&I agrees to pay all wages or other compensation (including Paid Time Off), to fulfill R&I's obligations under any benefit plan including but not limited to any 401(k) plan or other retirement plan and to pay any employment-related taxes or charges (such as Federal and State withholding taxes, Social Security taxes, federal and state unemployment taxes, worker's compensation insurance premiums, and the like), due from R&I to its employees or to others on behalf of its employees.

4. Purchase Price, Payment. Consistent with an existing, independent appraisal, BRI shall pay to R&I the sum of \$1.2 million for the Assets (the "Purchase Price"). On the Closing Date, BRI shall pay the Purchase Price to R&I by certified check or wire transfer, pursuant to R&I's instructions. The purchased Assets will be set forth in Schedule 4 to be developed prior to the Closing Date. The closing of the transactions contemplated by this Agreement shall take place on the earlier of (i) three (3) business days (the "Closing Date") prior to the day that Baystate Medical Center, Inc. ("BMC") opens a facility at 100 Wason Avenue, Springfield for breast imaging and intervention, women's ultrasound and bone density or (ii) June 1, 2012. The closing shall take place at BRI's offices in Springfield, Massachusetts or at such other location as the parties' counsel may agree upon.

5. Related Agreements; Bill of Sale. At the Closing, R&I shall execute and deliver to BRI a warranty Bill of Sale transferring to BRI the Assets free and clear of all liens, encumbrances and restrictions other than any assumed liabilities identified in the Bill of Sale. The execution and delivery of said Bill of Sale by R&I shall be a condition precedent to the obligations of BRI hereunder.

6. Indemnification.

(a) R&I agrees to indemnify and hold harmless BRI, together with its successors and assigns (the "BRI Parties") from, against and in respect of any and all claims, losses, expenses, damages, obligations and liabilities (including costs of collection and reasonable attorney's fees) of any kind or nature whatsoever but specifically excluding special, punitive and exemplary damages ("Losses"), which may be sustained or suffered by BRI based upon any misrepresentation, breach of warranty or non-fulfillment of any representation, warranty, covenant or agreement of or by R&I in this Agreement, or in any schedule hereunder, or resulting or arising from R&I's conduct and operation of the Practice prior to the Closing date.

(b) BRI agrees to indemnify and hold harmless R&I, together with its respective successors and assigns (the "R&I Parties"), from, against and in respect of any Losses which may be sustained or suffered by R&I based upon any misrepresentation, breach of warranty, or non-fulfillment of any representation, warranty, covenant or agreement of or by BRI in this Agreement or in any exhibit hereunder.

(c) Should any claim be made by a person not a party to this Agreement with respect to any matter to which the foregoing indemnity provisions relate, the party which believes it may be entitled to and intends to seek indemnification under this Article 10 (the "Indemnified Party") shall promptly give written notice ("Notice") to the party from whom indemnification is sought (the "Indemnifying Party") upon becoming aware of such claim or proceeding. Upon receipt of Notice, the Indemnifying Party may thereafter defend or settle such claim with counsel of its selection reasonably satisfactory to the Indemnified Party; provided, however, that the Indemnified Party's consent shall be required for any proposed settlement that will affect the rights of or impose liabilities on the Indemnified Party. If the Indemnifying Party chooses to defend or settle such claim, the Indemnified Party shall cooperate with and assist the Indemnifying Party. The Indemnified Party shall have the right to participate in such defense by separate legal counsel at its own expense. In the event the Indemnifying Party gives written notice to the Indemnified Party that the Indemnifying Party will not defend any such claim for which indemnification is sought or does not assume such defense, the Indemnifying Party shall reimburse the Indemnified Party for its reasonable costs and expenses incurred in such defense or settlement. This provision shall survive the termination of this Agreement.

7 R&I's Representations and Warranties. In addition to any warranties or representations set forth in other Articles of this Asset Purchase Agreement, R&I represents and warrants to the BRI that:

(a) R&I is a professional corporation duly organized, validly existing, and in good standing under the laws of the Commonwealth of Massachusetts.

(b) All necessary actions have been taken by R&I to execute and deliver this Agreement, and all other instruments executed and delivered herewith. The execution and performance of this Agreement, including all instruments executed and delivered herewith, and the consummation of the transactions contemplated hereby and thereby will not violate, conflict with, or result in a default under any indenture or agreement to which R&I is a party or by which R&I is bound. Prior to the Closing, R&I shall deliver to BRI certified copies of corporate votes, including Stockholder and Director's votes, authorizing the sale of the Assets to BRI.

(c) R&I is not aware of any approval, consent, authorization, or other order of, and any designation, filing, registration, qualification or recording with, any governmental authority that is required to be obtained or made by it in connection with the execution, delivery and performance of this Agreement and all other instruments executed and delivered herewith and the consummation of the transactions contemplated hereby.

(d) No federal, state, local or other governmental income, payroll, excise, sales, personal property, real estate, franchise or other tax will become an obligation of or accrue to BRI with respect to R&I, the Practice or the Assets, or otherwise as a result of consummation of the transactions contemplated hereby, for or during any time period up to and including the Closing date. R&I has paid or will pay all such taxes when due and payable and has filed or will file all returns and reports required to be filed with respect thereto.

(e) R&I represents and warrants that it has full right, title and interest in and to the Assets of the Practice free and clear from any mortgage, lien, security interest, writ, attachment or other encumbrance, and that it has full authority to, and will, transfer to the BRI as of the Closing date good, clear record and marketable title to said Assets.

(f) There are no actions, suits, claims proceedings or investigations pending, or to the knowledge of R&I, threatened (i) against R&I, or (ii) involving the Assets of the Practice, or (iii) which would limit or prevent R&I's performance of its obligations under this Agreement, or (iv) which would in any way affect BRI's obtaining good, clear, record and marketable title to said Assets.

(g) The sale of the Assets to BRI pursuant to this Agreement does not constitute a sale of all or substantially all of the assets of R&I.

(h) Neither this Agreement nor any other agreement, document, certificate or statement furnished to BRI by or on behalf of R&I in connection with the transactions contemplated hereby contains any untrue statement of a material fact. All copies of contracts, agreements, permits, reports and other documents which have been or will be furnished or caused to be furnished to BRI by R&I in connection with this Agreement are true, complete and accurate, are current as of the date thereof, are in full force and effect and have not been amended or modified by any oral agreements.

8. BRI's Representations and Warranties. BRI represents and warrants to the R&I that:

(a) BRI is a limited liability company corporation duly organized, validly existing, and in good standing under the laws of the Commonwealth of Massachusetts.

(b) All necessary actions have been taken by BRI to execute and deliver this Agreement, and all other instruments executed and delivered herewith. The execution and performance of this Agreement, including all instruments executed and delivered herewith, and the consummation of the transactions contemplated hereby and thereby will not violate, conflict with, or result in a default under any indenture or agreement to which BRI is a party or by which BRI is bound. Prior to the Closing, BRI shall deliver to R&I certified copies of a consent of members, authorizing the purchase of the Assets of R&I.

(c) BRI is not aware of any approval, consent, authorization, or other order of, and any designation, filing, registration, qualification or recording with, any governmental authority that is required to be obtained or made by it in connection with the execution, delivery and performance of this Agreement and all other instruments executed and delivered herewith and the consummation of the transactions contemplated hereby.

9. Notices. All notices to a party hereunder shall be deemed to have been adequately given if delivered in person or mailed, certified mail, return receipt requested, to such party at its address set forth below (or such other address as it may from time to time designate in writing to the other parties hereto):

To BRI: Mark Keroack, M.D.  
Chief Medical Executive  
Baystate Medical Center, Inc.  
759 Chestnut Street  
Springfield, MA 01199

And

Radiology & Imaging, Inc.  
Attn: Laurie Gianturco, M.D., President  
1350 Main Street  
Springfield, MA 01103

with a copy to:

Peter H. Barry, Esq.  
Bulkley, Richardson and Gelinis. LLP  
1500 Main Street, Suite 2700  
Springfield, MA 01115-5507

To R&I.

Radiology & Imaging, Inc.  
Attn: Laurie Gianturco, M.D., President  
1350 Main Street  
Springfield, MA 01103

with a copy to:

Peter W. Shrair, Esq.  
Cooley Shrair, P.C.  
1380 Main Street  
Springfield, MA 01103

#### 10. Miscellaneous.

(a) This Agreement shall enure to the benefit of and shall be binding upon the parties hereto and their respective heirs, administrators, executors, legal representatives, successors and assigns.

(b) This Agreement shall be construed in accordance with the laws of the Commonwealth of Massachusetts.

(c) Any dispute arising out of or related to this Agreement shall be resolved by litigation in a court of competent jurisdiction. Venue shall be proper only in Hampden County or Hampshire County, Massachusetts.

(d) The invalidity or unenforceability of any one or more phrases, sentences, clauses or sections herein contained shall not affect the validity or enforceability of the remaining portions of this Agreement.

(e) This Agreement may be executed in any number of counterpart copies, all of which shall constitute one and the same Agreement and each shall constitute an original, and shall become effective upon execution by and delivery to each of R&I and BRI.

(f) The parties to this Agreement shall cooperate with each other until the closing and thereafter in order fully to effectuate the transactions contemplated by this Agreement in an efficient and appropriate manner.

IN WITNESS WHEREOF, the parties have caused this Asset Purchase Agreement to be executed in Massachusetts by the undersigned duly authorized persons, under seal, as of the date first above written.

BAYSTATE RADIOLOGY AND IMAGING, L.L.C.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

RADIOLOGY AND IMAGING, INC.

By: *LE GENTILE*  
Name: *LE GENTILE*  
Title: *President*

**ATTACHMENT 2(a)**

**Curriculum Vitae's**

**Dennis W. Chalke**  
80 Jonquil Lane  
Longmeadow, Massachusetts 01106  
(413) 567-6087 (413) 794-3943  
[dennis.chalke@baystatehealth.org](mailto:dennis.chalke@baystatehealth.org)

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### *Professional Experience*

**BAYSTATE HEALTH, INC.**  
Springfield, Massachusetts

***SVP, Treasurer and CFO***

January 2011 - Present

Responsible for the oversight of all financial and supply chain functions in this \$1.5B integrated healthcare delivery network in Western Massachusetts encompassing 3 acute care hospitals (1 teaching, 2 community), 450 employed physicians, 120,000 member managed care plan, and other providers in the continuum of care. Baystate Health is the third largest healthcare system in New England and has maintained a strong operating margin and balance sheet resulting in a A+ rating from Standard & Poors.

***V.P. of Finance, Healthcare Operations***

August 1997 – December 2010

Responsible for budgeting, financial planning and analysis, managed care contracting, decision support, cost accounting, management engineering, and the supply chain and revenue cycle for the three hospitals, two employed physician organizations and home health agency with revenues in excess of \$900M.

Specific responsibilities/accomplishments include:

- Lead revenue management steering committee resulting in \$3-\$5M in incremental revenue annually.
- Oversee expense management steering committee realizing savings in excess of \$3M annually.
- Completed numerous debt financings including traditional fixed, synthetic fixed and variable rate tax exempt bonds. Completed several refinancings resulting in \$1.8M savings per year. In addition, completed a \$120M new market tax credit financing resulting in \$24M in forgivable loans.
- Responsible for investor/rating agency relations programs.
- Oversee BH managed care strategy/negotiations.
- Restructured annual capital planning into system-wide, multi-disciplinary prioritization process.
- Centralized financial services across System to improve service and increase efficiencies.
- Represent BH on the Board of Directors for five joint ventures.
- Provide financial updates to Board of Trustees/Board Finance Committee.

***Director, Corporate Financial Analysis and Managed Care***

June 1988 – August 1997

Established financial analysis and planning function for \$450 million multi-entity healthcare organization in Western Massachusetts. Responsibilities include:

- Implementation of a financial planning process in support of strategic planning efforts.
- Preparation of a feasibility study for a \$110 million bond offering.
- Joint venture analyses and negotiations.
- Capital acquisition and lease/buy analyses.
- Merger analyses.
- HMO/PPO analyses and contract negotiations for hospitals and PHO.
- Physician practice acquisitions and start-up ventures.
- Staffing and analyzing various work redesign and activity based costing initiatives.
- Capital structure strategy development and debt capacity analyses.
- Development of financial targets for operating entities based on benchmark data.
- Product line profitability analyses.

## UNITED TECHNOLOGIES CORPORATION

**UT Control Systems, Farmington, CT** January 1987 – June 1988  
*Manager, Financial Planning*

Responsible for the divestiture of four business units in the United States, Canada, and Italy. Represented UTC in due diligence reviews with potential purchasers and participated in the negotiation of sales agreements. Also, evaluated business opportunities including acquisitions and new product ventures.

**UT Financial Services, Farmington, CT** May, 1986 - December, 1986  
**Senior Analyst**

Responsible for the analysis and development of this leasing company's planning activities including market research, business analysis and tracking of industry, regulatory, and competitive trends. Monitored profitability of lease portfolios for planning and pricing purposes. Administered vendor leasing program and reviewed potential acquisition candidates.

**Building Systems Company, Hartford, CT** June, 1981 - April, 1986  
*Senior Financial Planning Analyst*

Responsibilities encompassed all corporate financial planning functions in a telecommunications manufacturing and service company, including the preparation of financial plans, budgets, competitive evaluations, product strategy recommendations, and the analysis of acquisitions and joint ventures.

Due to change in strategic direction, successfully completed divestiture of United Technologies Communications Company. Responsibilities included the preparation of the selling prospectus, presentation of financial data to investment bankers and potential acquirers, and the creation and support of reserves for discontinued operations.

**Hamilton Test Systems, Windsor Locks, CT** April, 1978 - May, 1981  
*Financial Analyst*

Member of financial staff responsible for the financial reporting and analysis requirements of this start-up company. Involved in general accounting, cost accounting, financial planning, and the selection and implementation of financial systems. Performed cost benefit and lease/buy analysis on capital appropriation requests. Prepared and analyzed budgets and recommended corrective actions for variances. Developed sales forecasts, manpower studies, cost estimates, and inventory control reports.

## *Education*

### UNIVERSITY OF MASSACHUSETTS

Amherst, Massachusetts

Master of Science, Business Administration (Finance) 1977

### ITHACA COLLEGE

Ithaca, New York

Bachelor of Arts, Magna Cum Laude (Economics) 1974

## *Community Service*

**Suffield Academy - Director** 2011- present

**Hampden Affordable Housing – Director, Board President** 2004- present

**Western Mass Lifecare Corporation – Finance Committee** 2007 - 2009

**Longmeadow Country Club – Director, Treasurer** 2000 - 2005

**Longmeadow Montessori – Director** 1998 - 1999

**Western New England Children's Center, Inc.** 1990- 1996

President, Treasurer and member of Board of Directors, Executive Committee and Finance Committee for 20-room Ronald McDonald House in



Springfield, Massachusetts.  
**Community United Way of Pioneer Valley – Allocation Committee**  
**United Way - Baystate Health System Campaign Co-Chair**

1994 - 1995

*Professional Affiliations*

National Association of Urban Hospitals (2012 – present)

Baystate Radiology & Imaging – Director, President (2001 – present)

- Joint Venture between Baystate Health and free standing Radiology Practice

Pioneer Valley Life Science Initiative – Director (2004 – present)

- Joint venture between Baystate Health and the University of Massachusetts, Amherst

Baystate MRI and Imaging Center – Director (2001 – present)

- Joint venture between Shields Healthcare and Baystate Radiology & Imaging

Bionysys – Director (2008 - 2010)

- Joint venture to pursue clinical research opportunities for biorepository

SIMS – Director (2006 - present)

- Joint venture between 3 hospitals and Shields Healthcare to provide PET imaging services

HFMA – Director of Massachusetts/Rhode Island Chapter (2007- 2010)

MHA – Member of Hospital CFO Committee (2008 – present)

Health New England – Director (2011 – present)

Baystate Health Foundation – Director (2011 – present)

Baystate Health Finance Committee – member (2010 – present)

Baystate Medical Practices – Director (2011-present)

# CURRICULUM VITAE

## Laurie E. Gianturco, MD

CHAIR, DEPARTMENT OF RADIOLOGY, BAYSTATE MEDICAL CENTER  
PRESIDENT, RADIOLOGY AND IMAGING, INC.

**ADDRESS:** Radiology and Imaging, Inc.  
1350 Main St. Suite 1007  
Springfield, MA 01107

**E-MAIL:** [laurie.gianturco@bhs.org](mailto:laurie.gianturco@bhs.org)

**PHONE:** 413-495-1113

**FAX:** 413-827-7407

### EDUCATION

1986	MD	University of North Carolina	Chapel Hill, NC
1982	BA	Bryn Mawr College	Bryn Mawr, PA

### POSTDOCTORAL TRAINING

2006	Visiting Fellowship	Cardiac CT	Massachusetts General Hosp
2001 - 2002	Fellow	Abdominal Imaging	Massachusetts General Hosp
2000	Visiting Fellowship	PET	Duke University Medical Center
1993	Registrar	Radiology	Bristol Royal Infirmary, United Bristol Healthcare NHS Trust
1991 - 1992	Fellow	Interventional Radiology	Beth Israel Hospital, Boston
1988 - 1991	Resident	Radiology	Beth Israel Hospital, Boston
1987 - 1988	Resident	Radiology	George Washington U. Hospital
1986 - 1987	Intern	Internal Medicine	Washington Hospital Center

### LICENSURE AND CERTIFICATION

2006	Connecticut Board of Medicine License (active)	# 044637	
2006	ACLS Certified		
2006	BLS Certified		March 31, 2012
2004	Certification Board of Nuclear Cardiology		
2002	South Carolina Board of Medicine License (active)	# MD 23305	
2002	North Carolina Board of Medicine License (active)	# 200200225	
1996	ABR - Special Competence in Nuclear Radiology		

1991 American Board of Radiology  
 1988 Massachusetts Board of Medicine License (active) # 59955  
 1987 National Board of Medical Examiners

**ACADEMIC APPOINTMENTS**

2009 -	Associate Clinical Professor	Radiology	Tufts University School of Medicine
2004 - 2009	Assistant Professor	Radiology	Tufts University School of Medicine
2001 - 2002	Clinical Assistant	Radiology	Harvard Medical School
1998 - 2001	Assistant Professor	Radiology	Boston University School of Medicine
1994 - 1998	Instructor	Radiology	Tufts University School of Medicine
1991 - 1992	Instructor	Radiology	Harvard Medical School
1988 - 1991	Clinical Fellow	Radiology	Harvard Medical School
1987 - 1988	Clinical Assistant	Radiology	George Washington University School of Medicine

**HOSPITAL APPOINTMENTS**

2008 -	Staff Radiologist	Baystate Mary Lane Hospital Ware, MA
2004 -	Staff Radiologist	Baystate Medical Center Springfield, MA
2002 - 2003	Staff Radiologist	Gaston Memorial Hospital Gastonia, NC
1994 - 2001	Staff Radiologist	VA Boston Healthcare System Boston, MA
1992 - 1993	Registrar	United Bristol Healthcare NHS Trust Bristol, United Kingdom
1991 - 1992	Staff Radiologist	Beth Israel Hospital Boston, MA

**MAJOR ADMINISTRATIVE RESPONSIBILITIES**

2010 – present	Chair, Department of Radiology	Baystate Medical Center
2008 - 2010	Interim Chair, Department of Radiology	Baystate Medical Center
2006 -	Medical Director, PET Services	Shields Healthcare Group
2006 -	Medical Director, PET Services	Shields Healthcare Group
2004 - 2008	Director, Nuclear Medicine and Nuclear	Baystate Medical Center

	Cardiology Rotations	
2004 - 2008	Chief, Nuclear Medicine, Nuclear Cardiology and Molecular Imaging	Baystate Medical Center
1997 - 2001	Chief, Nuclear Medicine and Nuclear Cardiology	VA Boston Healthcare System

### **MANAGERIAL TRAINING**

January 2011	Program for Chiefs of Clinical Services	Harvard School of Public Health Boston, MA
2010 – 2012	Leadership Training –build leadership skills on strategic thinking, decision making, emotional maturity relationship building, business acumen, diversity, and achieving results, etc.	Professional & Organizational Development Department Baystate Medical Center Springfield, MA

### **AWARDS AND HONORS**

2010	Best Doctors in America (2011-2012)	
2008	Cum Laude Award for Abstract Co-Author	RSNA Annual Meeting
2008	Best Doctors in America (2007-2008)	Best Doctors, Inc.
2007	Radiology Teaching Award	Baystate Medical Center
2006	Radiology Teaching Award	Baystate Medical Center
2005	Baystate Best Award for Teaching Medical Residents	Baystate Medical Center
1982	Honors in Chemistry, Magna Cum Laude,	Bryn Mawr College
1978	National Merit Scholarship	

### **HOSPITAL COMMITTEE ASSIGNMENTS**

2010 –	PACs Core Team	Baystate Medical Center
2008 –	Heart and Vascular Executive Council	Baystate Medical Center
2008 -	Clinical Strategic Planning Committee	Baystate Health
2008 -	Physician Leadership Team	Baystate Health
2008 -	Graduate Medical Education Committee	Baystate Health
2008 -	Hospital Quality Council	Baystate Health
2008 -	Hospital Leadership Team	Baystate Health
2007 -	PACS Executive Oversight Committee	Baystate Health
2007 - 2008	Radiology Chairman Advisory Group	Baystate Medical Center
2005 - 2008	Cancer Committee	Baystate Medical Center

2005 -	Radiology Education and Research Committee	Baystate Medical Center
2005 -	Radiology Performance Improvement Committee	Baystate Medical Center
2004 -2010	Radiation Safety Committee	Baystate Medical Center
1997 - 2001	Radiation Safety Committee	VA Boston Healthcare System
1994 - 2001	Invasive Procedure Committee (Co-Chair 2001)	VA Boston Healthcare System

### **OTHER ACADEMIC COMMITTEES AND RESPONSIBILITIES**

	Medical Director	BMIC (Baystate MRI Imaging)
	BMIC Operational Meeting	BMIC (Baystate MRI Imaging)
2010 -	Chairman of the Nuclear Medicine Subcommittee of the Education Exhibits Committee (EEC) – 3 year term	RSNA Radiological Society of North America
2010	Baycare Health Partners Board of Directors	Baycare Health Partners, Inc. Springfield, MA
2009 - 2010	Team Member – Nuclear Medicine MOC Cognitive Exam Committee	American Board of Radiology
2009 -	Board of Directors	Greater Springfield IPA
2008 -	Contract Advisory Council	Baycare Health Partners, Inc.
2008 - 2009	Clinical Integration Advisory Council	Baycare Health Partners, Inc.
2008 -	Nuclear Medicine Subcommittee of the Education Exhibits Committee	Radiological Society of North America (RSNA)
2008 - 2010	Reimbursement & Risk Sharing Advisory Council	Baycare Health Partners, Inc. Springfield, MA
2007 -	Examiner in Nuclear Radiology	American Board of Radiology
2007 -	Board of Directors	Baystate MRI & Imaging Center
2007 -	Board of Directors	Baystate Radiology and Imaging, Inc.
2007 -	Executive Committee – President	Radiology and Imaging, Inc.
2006 - 2007	Executive Committee – Clerk	Radiology and Imaging, Inc.
2004 -	Regional Counselor	New England Society of Nuclear Medicine
2004 -	Nuclear Medicine Training Program (Medical Director)	Springfield Technical Community College
2001	Medical Emergency Radiology Response Team	FEMA-mandated group of VA nuclear medicine and health physics professionals that are second response team to radiation accidents
1995 - 1996	Resident Education Committee	Tufts University School of Medicine

### **TEACHING RESPONSIBILITY (present & past)**

2005 – present	Visiting Reviewer (annual)	Board Review Nuclear Medicine	Massachusetts General Hospital
2004 – 2008	Course Director	Nuclear Cardiology Rotation	Baystate Medical Center
2004 – 2008	Course Director	Nuclear Medicine Rotation	Baystate Medical Center
March, 2004 to Present	Presenter (weekly)	Thoracic Oncology Conf (CT/PET cases)	Baystate Medical Center

### **SCHOLARLY ACTIVITIES**

Board Examiner for the ABR Oral Examination

### **INVITED LECTURES**

March 29, 2012	Invited Speaker	Radiology Grand Rounds: PET and CT in the Chest	Baystate Medical Center Springfield, MA
March 23, 2012	Invited Speaker	“PED CT: When it is added value for your patient?” Oncology Fellows Conference	D’Amour Center for Cancer Care 3350 Main Street Springfield, MA
April 26, 2011	Invited Speaker	BMC Leadership Council “Radiology Department Overview”	Baystate Medical Center Springfield, MA
April 16, 2011	Invited Speaker	NESNM Tech Meeting	Marriott Hotel, Springfield, MA
Oct. 27, 2010	Invited Speaker	How Does Imaging Help Us Stage a Cancer?	Baystate Medical Center (Issac Lewin Symposium)
May 3, 2010	Visiting Professor	Sr. Board Review Nuclear Medicine	University of New Mexico School of Medicine Albuquerque, NM

## **INVITED LECTURES Continued**

Nov, 2009	Invited Speaker	Radiologic Evaluation of Suspected and Confirmed Lung Cancer	Baystate Medical Center (Lung Cancer Symposium)
May 27, 2009	Invited Speaker	Utilization of PET CT in Oncology	Cape Cod IPA Annual Meeting Cape Cod, MA
May 21, 2009	Invited Speaker	Utilization of PET CT in Oncology or "When Is PET CT 'Added Value'?"	Amherst Women's Journal Club Northampton, MA
April 2009	Invited Speaker	Board Review	Department of Radiology Tufts University School of Medicine
April 2009	Invited Speaker	Evaluation of the Solitary Pulmonary Nodule: Amherst, MA	Baystate Mary Lane Grand Rounds
Feb. 25, 2009	Invited Panel Member	Radiology Summit	Shields Health Care Group
Nov, 2008	Invited Speaker	Radiologic Evaluation of Suspected and Confirmed Lung Cancer	Baystate Medical Center (Lung Cancer Symposium)
May, 2007	Visiting professor (two days)		Emory University
April 2005	Invited Speaker	Imaging in Breast Cancer, Where Does PET Fit In?	Baystate Medical Center Rays of Hope Conference Springfield, MA
Sept, 2004	Invited Speaker	Current Issues in Gyn Oncology	Baystate Medical Center (OB/Gyn Symposium)

## **PROFESSIONAL SOCIETIES**

- 2006 - Society of Cardiovascular Computed Tomography
- 2004 - Regional Counselor, New England Society of Nuclear Medicine
- 2004 - Member, SNM PET Center of Excellence
- 2004 - Academy of Molecular Imaging
- 2004 - The PET Society of Connecticut
- 2004 - American Society of Nuclear Cardiology
- 2002 - North Carolina Medical Society
- 2002 - American College of Radiology

1997 - 2001 National Association of VA Chiefs in Nuclear Medicine  
1996- Society of Nuclear Medicine  
1995 - 2001 National Association of VA Physicians and Dentists  
1994 - American Roentgen Ray Society  
1992 - 2000 Society for Cardiovascular and Interventional Radiology  
1987 - Radiological Society of North America

## **RESEARCH SUPPORT**

InterMune Protocol: PIPF-006: A Randomized, Double-Blinded, Placebo-Controlled, Phase 3 Study of the Safety and Efficacy of Pirfenidone in Patients with Idiopathic Pulmonary Fibrosis. PI: Dr. John Landis, 2006-2008

Gadoteridol: Alternative Contrast Agent for DSA of the Lower Extremity. Served as PI. Funded by Bracco 1995-1996

## **BIBLIOGRAPHY**

### **ORIGINAL ARTICLES**

#### **Myocardial abscess 14 years after coronary bypass grafting**

Abdallah Alameddine, Victor Alimov, Laurie Gianturco, and David Deaton  
Accepted by The Annals of Thoracic Surgery. Publication date TBA

Grewel SS, Hunt JP, O'Connor SC, Gianturco LE, Richardson MW, Lehmann LE. Helicobacter pylori associated gastric Burkitt lymphoma. Pediatric Blood Cancer, 2008, 50(4):888-90.

Welte FJ, Dann RH, Polga JP, Gianturco LE. Gallbladder Visualization on I-131 Post-Ablative Whole Body Imaging Mimicking Hepatic Metastases. Radiology Case Reports 2008; 3

Davidson BD, Kassarian A, Gianturco LE. Vascular and interventional case of the day. Infected vascular grafts from occult sternal osteomyelitis. AJR 1999, 173(3):831, 835-836.

Ahari HK, Feldman L, Kaufman JA, Gianturco LE. Vascular and interventional case of the day. Peristomal varices. AJR 1999, 173(3):829, 831-832.

Hoffer FA, Gianturco LE, Fletcher JA, Holcombe EG. Percutaneous biopsy of peripheral primitive neuroectodermal tumors and Ewing's sarcomas for cytogenetic analysis. AJR 1994; 162: 1141-1142.

Breall JA, Grossman W, Stillman IE, Gianturco LE, Kim D. Atherectomy of the subclavian artery for patients with symptomatic coronary-subclavian steal syndrome. JACC 1993; 21: 1564-1567.

Kim D, Gianturco LE, Porter DH, Orron DE, Kuntz RE, Kent KC, Schlam BW, Seigel JB, Skillman JJ. Peripheral directional atherectomy using the Simpson atherocath: four-year experience. Radiology



1992; 183: 773-778.

Kim D, Edelman RR, Margolin CH, Porter DH, McArdle CR, Schlam BW, Gianturco LE, Siegel JB, Simon M. The Simon nitinol filter: evaluation by MR and ultrasound. *Angiology* 1992; 43:541-548.

Jones HR, Jr., Gianturco LE, Gross PT, Buchhalter J. Sciatic neuropathies in childhood: a report of ten cases and review of the literature. *J Child Neurol* 1988; 3:193-199.

### **ABSTRACTS**

Goldberg RM, Gianturco LE, Feldman L, Yucell EK. Prospective two institution trial of MR Angiography versus x-ray angiography for peripheral vascular treatment planning. Presented at the 83rd Scientific Assembly and Annual Meeting of the Radiological Society of North America – December 4, 1997.

Gianturco LE, Gale DR, Feldman L, Cantelmo N, Gale ME. Gadoteridol: alternative contrast agent for DSA of the lower extremity. Presented at the 82nd Scientific Assembly and Annual Meeting of the Radiological Society of North America - December 4, 1996.

Kim D, Porter DH, Gianturco LE, Rosen M, Orron DE, Kuntz RE, Kent KC, Skillman JJ. Peripheral directional atherectomy: five-year experience. Presented at the 79th Scientific Assembly and Annual Meeting of the Radiological Society of North America - December 3, 1993.

Porter DH, Kim, D, Gianturco LE, Skillman JJ, Kent KC, Rosen MP, Kuntz RE. Long-term results with the Simpson atherectomy device for treatment of vein-bypass graft stenoses: long-term results. Presented at the Annual Meeting of the Cardiovascular and Interventional Radiological Society of Europe, March 4, 1993, New Orleans, LA.

Kim D, Porter DH, Gianturco LE, Kuntz RE, Kent KC, Skillman JJ. Directional atherectomy of vein bypass grafts of the lower extremities: long-term results. Presented at the 78th Scientific Assembly and Annual Meeting of the Radiologic Society of North America - December 2, 1992.

Kim D, Gianturco LE, Porter DH, Orron DE, Kuntz RE, Kent KC, Skillman JJ. Directional atherectomy of vascular disease of the lower extremity: Long-term results. Presented at the 78th Scientific Assembly and Annual Meeting of the Radiologic Society of North America – December 3, 1992, Chicago, IL.

Kim, D, Gianturco LE, Porter DH, Orron DE, Kuntz RE, Kent KC, Skillman JJ. Peripheral Directional Atherectomy Presented at the Annual Meeting of the Cardiovascular and Interventional Radiological Society of Europe, September 1, 1992, Barcelona, Spain.

Kim D, Porter DH, Gianturco LE, Kuntz RE, Orron DE, Schlam BW, Skillman JJ. Four-year experience with peripheral atherectomy. Presented at the 77th Annual Meeting of the Radiologic Society of North America - December 6, 1991, Chicago, IL.

Kim, D, Edelman RR, Wallner BK, Mattle HP, Porter DH, Gianturco LE, Alart IP. MR venography. Presented at the Annual Meeting of the American Roentgen Ray Society, May 7, 1991, Boston, MA.

Kim, D, Gianturco LE, Porter DH, Siegel JB, Orron DE, Kent KC, Skillman JJ. Three-year experience with the Simpson atherocath in the treatment of arterial stenoses and occlusion. Presented at the Annual Meeting of the American Roentgen Ray Society, May 7, 1991, Boston, MA.

Porter DH, Kim D, Siegel JB, Gianturco LE, Kent KC, Skillman JJ. Atherectomy of saphenous vein by-pass

grafts. Presented at Annual Meeting of the Radiological Society of North American - November 25-30, 1990.

Gianturco LE, Kim D, Porter DH, Siegel JB, Skillman JJ, Kent KC. Results with the Simpson atherectomy device for treatment of venous bypass graft stenosis. Presented at the 76th Scientific Assembly and Annual Meeting, Radiological Society of North America - November 28, 1990.

### **EDUCATIONAL EXHIBITS**

Vidan E, Gianturco LE. Common false positive findings on FDG PET/CT: An atlas of artifacts, normal variants, and incidentals. Radiological Society of North America, 94th Annual Meeting, November 30-December 5, 2008, Chicago, IL.

Vidan E, Hochheiser GM, Hehn BT, Gianturco LE. Nodal staging of non small cell lung cancer: A pictorial atlas of thoracic lymph node stations utilizing FDG PET/CT. Society of Nuclear Medicine, 54th Annual Meeting, June 2-6, 2007, Washington, DC.

Patel H, Nallamshetty K, Gianturco L. Nuclear Cardiac Imaging. An Interactive Case-Based Tutorial. Presented at the 92nd Scientific Assembly and Annual Meeting of the Radiological Society of North America 2006.

**Vasilis Tourloukis**  
**17 Canterbury Lane**  
**Amherst, MA**  
**(413) 687-4268**  
[vtourloukis@comcast.net](mailto:vtourloukis@comcast.net)

**March, 2008 – Present Radiology and Imaging, Inc. (R&I), Springfield, Massachusetts**  
**Chief Financial Officer**

Serve as Chief Financial Officer and senior non-physician executive, with finance and operational responsibilities, for a 30 doctor radiology practice in Springfield, Massachusetts. R&I provides all professional radiology services for Baystate Medical Center, owns and operates three imaging centers and provides additional professional services through joint ventures and contractual agreement to Baystate Medical Center, Mary Lane Hospital, Shields MRI, Shriner's Hospital, Hampden County Physician's Association and others. Reporting to R&I's physician president and to the Company's Executive Committee of the Board of Directors, I am responsible for all finance and administration as well as practice management, information technology, and HR. In close partnership with the CEO I have introduced significant changes in the way the company acquires products and services, hired a new billing company and a new bank, and renegotiated more favorable supply, equipment and service contracts, including malpractice insurance. I have implemented systems and processes to assure compliance with CMS and HIPPA regulations and have restructured the administrative functions of the company to better respond to the increasingly competitive and regulated environment that R&I operates in.

I serve on the Board of Directors of Baystate Radiology and Imaging (BRI) a joint venture between Baystate Medical Center and R&I. My position on the board of BRI gives me access to senior Baystate Medical Center executives and allows me to both monitor and influence the close partnership between the two organizations.

**July, 2005 – March 2008 GANDARA CENTER, INC., Springfield, Massachusetts**  
**Chief Financial Officer**

CFO for 15 million, 400 total employee Behavioral Health Agency. Reporting to the Executive Director and the Board of Directors, was responsible for all finance and administration, including but not limited to accounting, the annual budgeting and long term planning processes, financial analysis, 3<sup>rd</sup> party billing, purchasing and contract negotiations and administration.

- Successfully negotiated new contracts totaling \$5.0 million dollars and renegotiated Gandara's existing contracts totaling \$10 million with various Massachusetts State Agencies, including the Departments of Social services, Youth Services, Mental Health, Public Health and Mental Retardation.
- Provided leadership to the finance department personnel and to Gandara's senior management team in guiding the agency through a period of explosive growth, from \$10 million to over \$15 million over an 18 month period.

- Served as primary change agent in decentralizing the planning and budgeting process by developing and implementing Microsoft Office based tools and by providing training and guidance to Gandara's first line managers.

## **2000 – 2005 Independent Management Consultant**

Founder of a consulting practice providing Controller and CFO-level services to small and medium sized companies that did not have senior financial executive resources in-house. Focusing on emerging companies and companies in transition, I develop and implement financial and operational strategies, systems and programs that enable my clients to overcome obstacles to growth and achieve their business objectives. Representative clients included:

**PolyCarbon Industries, Inc., Fort Devens, Massachusetts** – \$5 million primary pharmaceutical ingredients manufacturer.

**Profile Systems, Inc., West Springfield, Massachusetts** - 50 employee venture capital financed software development company.

**Relief Resources, Inc., Hadley Massachusetts** – Temporary employee provider with 25 permanent and 300 contract employees serving the social services sector.

## **1992 - 1999 AMERINEX APPLIED IMAGING, INC., Amherst, Massachusetts Chief Financial Officer**

Reporting to the CEO of developer of security and contraband detection products, I was responsible for implementing the financial management systems and controls necessary to take the company through its development stage and into a high-growth phase.

- Upgraded the company's accounting software to a state of the art system and improved government accounting practices to comply with federal cost accounting standards.
- Negotiated and administered commercial and government contracts totaling over \$30 million.
- Established a strategic partnership with a company developing millimeter wave radar sensors to create a new line of products for the contraband and concealed weapons detection market. This partnership culminated in the merger of the two companies.
- Played key role in the negotiation and consummation of the merger, including all financing arrangements and successful restructure of the merged entity's long-term debt.
- Served as CFO for a \$20 million consortium whose members in addition to AAI included Hughes Aircraft, the Defense Advanced Research Projects Agency (DARPA), and the University of Massachusetts.

**1983 -1992**

**DATA SWITCH CORPORATION, Shelton, Connecticut**

*Director of Corporate Development, 1989-1992*

Reporting to the Executive Vice President for Finance and Development, I served as senior member of the strategic management team of this \$120 million publicly traded manufacturer of data processing and data communications equipment. I assumed lead role in the company's effort to enter new markets through internal development, external partnerships, and mergers and acquisitions.

**Director of Financial Planning and Cost Accounting, 1985-1989**

**Manager of Financial Planning and Analysis**

*Senior Financial Analyst*

Joined the company as Senior Financial Analyst, rapidly moved up the ranks and held various senior leadership roles including that of Director of Financial Planning and Cost Accounting during a period of rapid change and growth. Reporting to the CFO, as Director of Financial Planning, I built and managed a small but highly professional team, responsible for budgeting, forecasting, internal and SEC financial reporting and long term planning. As Director of Cost Accounting, I managed reporting and analytical functions in a standard cost environment, including cost of goods analysis, inventory reporting, standard cost evaluation and gross margin and variance analysis and forecasting.

**1982**

**ZIFF DAVIS CORPORATION, New York, New York**

**Senior Financial Analyst**

**1979 - 1981**

**DUN & BRADSTREET COMPUTING SERVICES, Wilton, CT**

**Senior Financial Analyst**

**Financial Analyst**

**EDUCATION:**

MBA - 1978, Arizona State University

BS - Accounting, 1976, State University of New York at Binghamton

**PERSONAL:**

Member of Board of Director's of Homework House, an after school mentoring and tutoring organization in Holyoke, MA, an economically ravaged city in the Pioneer Valley of Western Massachusetts.

## CURRICULUM VITAE

### MICHAEL R. FAVREAU, FAHRA

#### PERSONAL

Residence	62 Chatham Road Longmeadow, MA 01106
Telephone	413-754-3134 (home) 413/794-4643 (work)
e-mail	mike.favreau@baystatehealth.org.com
Age	63

#### EDUCATIONAL BACKGROUND

January 1993	The Wharton School, University of Pennsylvania Wharton Healthcare Business Management Program
1985	Bachelor of Science in Health Studies Western Michigan University, Kalamazoo, Michigan
1974-1980	American International College, Springfield, Massachusetts Courses Studied: Business Management
1971-1972 Connecticut	Central Connecticut State College, New Britain, Courses Studied: Liberal Arts
November 1970	Certified by the American Registry of Radiologic Technologists
1970	Hartford Hospital School of Radiologic Technology, Hartford, Connecticut Diploma: Graduate Radiologic Technologist

## CAREER EXPERIENCE

- Jan 2012- present      Senior Director, Hospital Business Development & Special Projects.  
Baystate Health, Springfield, Massachusetts
- Dec 2009- Jan 2012      Director of Imaging and Special Projects, to include:  
Baystate Mary Lane Hospital and Baystate Franklin Medical Center, Baystate Medical Center. Scope: Radiology Strategic Planning and Hospital of the Future Imaging design and planning.  
Baystate Health, Springfield, Massachusetts
- Sept 1989-Dec 2009      Director, Radiology Services, Baystate Health, to include:  
Baystate Mary Lane Hospital, Baystate Franklin Medical Center, Baystate Medical Center. Scope: Diagnostic Radiology, Nuclear Medicine, Ultrasound, CAT Scanning, MRI and Radiology Information System.  
Baystate Health, Springfield, Massachusetts
- Oct 2000-Dec 2005      Director, Ambulance Services, Baystate Health System
- Aug 1981-Sept 1989      Manager, Radiology Services, to include:  
Diagnostic Radiology, Nuclear Medicine, Ultrasound, Radiation Therapy and CAT Scanning.  
St. Francis Hospital Medical Center, Hartford, Connecticut
- Nov 1973-Aug 1981      Manager and Education Director of Radiology Services, to include:  
Diagnostic Radiology, Nuclear Medicine, Ultrasound and  
CAT Scanning.  
Mercy Hospital, Springfield, Massachusetts
- Additional Responsibilities: Director of Education for Program in Radiologic Technology and held adjunct faculty position at Holyoke Community College, Holyoke, Massachusetts
- Chairman of Hospital Disaster Committee (four year term)
- Aug 1972-Nov 1973      Chief Radiologic Technologist  
Mercy Hospital, Springfield, Massachusetts
- Aug 1971-Aug 1972      Special Procedures Technologist  
Hartford Hospital, Hartford, Connecticut

Mar 1971-Aug 1971      Basic Military Training and Army Medical Corp School  
Fort Sam Houston, San Antonio, Texas

Honorable Discharge December 1981

## **HOSPITAL APPOINTMENTS**

### **Baystate Medical Center**

Sept 1999                      Co-Chair, Kronos Time and Attendance Implementation  
Team

Feb 1995-Oct 1996              Project Manager, Work Redesign

Sept-Dec 1994                  Project Manager, Core Team for Work Redesign

1993-1995                      Member, Baystate Medical Center Quality Council

1992-1995                      Vice Chairman, Hospital Quality Improvement Committee

1992                              Chairman, Department Head Council

1992                              Co-Chair, Baystate Health Systems United Way Campaign

## **PROFESSIONAL ORGANIZATIONS**

Present                          American Healthcare Radiology Administrators, Inc.  
American Registry of Radiologic Technologists

Past                              American Society of Radiologic Technologists  
Massachusetts Society of Radiologic Technologists  
Connecticut Hospital Association Radiology Managers  
Conference

                                        Radiology Supervisory Forum of Western Massachusetts

## **PROFESSIONAL APPOINTMENTS**

### **American Healthcare Radiology Administrators**

Past                              National Financial Chairman  
National Past President  
National President



National Treasurer and Member of Board of Directors (two terms)  
Treasurer, North Atlantic Region  
Chairman, National Bylaws and Resolutions Committee  
Chairman, National Educational Resources Committee  
Co-Chairman, Restructuring Task Force

**American Healthcare Radiology Administrators Education Foundation**

Past                      Chairman, Board of Directors  
                                 Director, Fund Development  
                                 Board Director  
                                 President  
                                 Treasurer

**Massachusetts Society of Radiologic Technologists**

Past                      Executive Board Chairman  
                                 Executive Board Second Member  
                                 Vice President  
                                 General Conference Chairman  
                                 President, Western District  
                                 Employment Chairman

**AWARDS**

1995                      Recipient, AHRA Gold Award  
                                 American Healthcare Radiology Administrators

1994                      Recipient, James B. Conway Member Achievement Award  
                                 North Atlantic Region  
                                 American Healthcare Radiology Administrators

1991                      Fellow, American Healthcare Radiology Administrators

**Academic Appointments**

Past                      Quinnipiac College, Hamden, Connecticut  
                                 Diagnostic Imaging Program  
                                 Adjunct Faculty, Health Management Issues

## COMMUNITY INVOLVEMENT AND APPOINTMENTS

Past President, Ronald McDonald House of Springfield  
Union, Chairman, Board of Directors, Family Federal Credit  
Hartford, Connecticut (two terms)  
Board of Directors, Family Federal Credit Union,  
Hartford, Connecticut (four terms)  
Eucharistic Minister  
Youth Advisor  
CCD Instructor

## LECTURES AND PRESENTATIONS

*Marketing Radiology: "Getting the Message Out"*

RSNA  
Chicago, IL  
November 26, 2000

*Marketing Radiology: "Getting the Message Out"*

RSNA  
Chicago, IL  
December 3, 1999

*Marketing Radiology: "Getting the Message Out"*

RSNA  
Chicago, IL  
December 4, 1998

*The Role of Radiology In an Integrated Delivery System*

Fuji Medical Systems  
National Sales Meeting  
Tarpon Springs, Florida  
May 20, 1997

*Reengineering: What Will I Do?/What Will I Experience?*

United Parcel Service (UPS)  
Reengineering Training Program  
Atlanta, Georgia  
February 26, 1997

***Realigning Core Processes: Building a Super Call Center***

National Health Enhancement Systems, Inc.

Client Forum: Managed Care in Motion

Michael Favreau: September 30, 1996

Michael Favreau, Candace Fong, John Stabilo: September 29-October 2, 1996

***Reengineering Radiology: A Practical Workshop for Healthcare Managers***

AHRA 24th Annual Meeting

Challenging the Elements

Seattle, Washington

August 4-8, 1996

Michael Favreau: August 4, August 5, August 6, 1996

***The Business of Imaging: Meeting the Challenges of Health Care in Transition; Managing Change and Productivity***

New Orleans, Louisiana

October 1995

***The Business of Imaging: Meeting the Challenges of Health Care in Transition; Measures of Financial Performance***

Washington, D.C.

September 1995

***MRI Squibb Diagnostics Visiting Faculty Program***

Member of the Squibb Diagnostics Visiting Faculty

September 1994-September 1995

***Radiology Administration Confronts Government Regulations***

New Challenges in Health Care: Radiology Administrators Advisory Board

New York, New York

October 1994

***Failing to Plan is Planning to Fail***

3M Medical Imaging Seminar

Boston, Massachusetts

September 1994

***Point/Counterpoint-Work Redesign/Reengineering***

AHRA Western Region 22nd Annual Meeting

Anaheim, California

May 1994

***JCAHO How to Meet the Challenge!***

AHRA Midwest Region 20th Annual Meeting

Grand Rapids, Michigan  
May 1994

***Radiology's Challenge Under Healthcare Reform***  
3M Medical Imaging Systems Division Meeting  
St. Paul, Minnesota  
February 1994

***AHRA Education Foundation Mission and Goal***  
Squibb Diagnostics National Sales Meeting:  
Master the Challenge  
Tucson, Arizona  
February 1994

***Tools of the Trade Panels***  
AHRA Western Region 21st Annual Meeting  
Tucson, Arizona  
May 1993

***1994 JCAHO Standards: The Survey Process***  
AHRA and GE Medical Systems Co-sponsored  
Satellite TV Broadcasts initial program  
Milwaukee, Wisconsin  
June 1993

***Operation AHRA***  
AHRA Midwest Region Leadership Retreat:  
Prepared To Do Battle  
Milwaukee, Wisconsin  
March 1993

***Why Should You Get Involved***  
AHRA North Atlantic Leadership Retreat  
Philadelphia, Pennsylvania  
June 1992

***Improving Patient and Physician Services in MRI***  
Magnetic Resonance Managers Society  
New Orleans, Louisiana  
May 1992

***Labor Saving Strategies Panel***  
AHRA Western Region 20th Annual Meeting

Lake Tahoe, Nevada  
April 1992

***Leadership Seminar***

AHRA North Atlantic Region 20th Annual Meeting  
Philadelphia, Pennsylvania  
April 1992

***The AHRA Challenge***

AHRA Southwest Region Leadership Retreat  
Shaping the Future  
Dallas / Fort Worth, Texas  
March 1992

***Operation AHRA***

AHRA Midwest Region Leadership Retreat  
Prepared To Do Battle  
Milwaukee, Wisconsin  
October 1991

***Manpower Shortage in Radiology***

Baystate Medical Center Education and Research Committee  
Springfield, Massachusetts  
January 1991

***Low-Osmolality Contrast Media: Current Issues  
for Manufacturers and Providers***

Connecticut Hospital Association  
Radiology Managers Conference  
Wallingford, Connecticut  
June 1990

***Non-Ionic Contrast Media Panel***

AHRA and MSRT New England Healthcare  
Assembly Seminar  
Boston, Massachusetts  
March 1990

***The Dynamics of Radiology Recruitment, Interviewing,  
and Personnel Selection:***

**Participant for Blaine E. Lester, FAHRA**  
AHRA 17th Annual Meeting

St. Louis, Missouri  
August 1989

***Manpower Issue and the Challenges Facing  
Radiology Administrators Panel***

AHRA North Atlantic Region 17th Annual Meeting  
Philadelphia, Pennsylvania  
April 1989

***Radiology in the Future: Panel Presentation***

Bloomfield Public Access Television  
Bloomfield, Connecticut  
April 1988

***The Role of Radiology in Imaging***

The Hartford Insurance Group:  
National Headquarters Medical Division  
Hartford, Connecticut  
January 1986

***The Radiology Budget for the Technologist***

Connecticut Society of Radiologic Technologist  
Annual Meeting  
Danbury, Connecticut  
June 1983

***Radiology in the 1980's***

Lions Club of Holyoke, Massachusetts  
Holyoke, Massachusetts  
June 1980

**PUBLICATIONS**

***Theoretical and Practical Measures of Financial Performance***

Michael Favreau, David J. Sack

Module in: *The Business of Imaging: Meeting the Challenges of Health Care in  
Transition*

Home-study Program by Berlex Laboratories, 1996

***Practical Aspects of Managing Change and Productivity***

Eric Bouchard, Michael Favreau, Eileen Levin

Module in: *The Business of Imaging: Meeting the Challenges of Health Care in  
Transition*

Home-study Program by Berlex Laboratories, 1996

***Patient-centered PACS Improves Work Flow, A Case Report***

E. Sachsse, M.D.; M. Favreau

Diagnostic Imaging Supplement; Practical PACS, April 1995

***Establishment of an AHRA Educational Foundation***

by Presidential Task Force: Chair H. Schwartz; M. Favreau;

J. Giustra; D. Hollingsworth Esq.; C. Snyder

Radiology Management Vol.12, No. 2, Spring 1990

## CURRICULUM VITAE

### **RICHARD J. HICKS, M.D.**

#### **CHIEF, MAGNETIC RESONANCE IMAGING**

Office Address: Baystate Medical Center  
Department of Radiology  
759 Chestnut Street  
Springfield, MA 01199  
Phone: (413) 794-3333  
E-Mail: Richard.Hicks@bhs.org  
Fax: (413) 794-5988

#### **EDUCATION**

1981	B.A.(magna cum laude)- M.D. Six-Year B.A.-M.D. Program	Boston University College of Liberal Arts Boston University School of Medicine
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#### **POSTDOCTORAL TRAINING**

1985-1986	Fellowship in Neuroradiology	Albany Medical Center Hospital Albany, New York
1985-1986	Fellowship in Neuroradiology	Albany Medical Center Hospital Albany, New York
1982-1985	Residency in Diagnostic Radiology	Albany Medical Center Hospital Albany, New York
1981-1982	Flexible Internship	Framingham Union Hospital Framingham, MA



## **LICENSURE AND CERTIFICATION**

	Commonwealth of Massachusetts Controlled Substance DEA Registration	
1996	State of Connecticut License	
1986	Commonwealth of Massachusetts License	
1994	State of New York License	(currently inactive)
1998	Certification of Added Qualifications in Vascular & Interventional Radiology	
1995, 2005	Certification of Added Qualifications in Neuroradiology	
1985	American Board of Radiology (Diagnostic)	
1982	National Board of Medical Examiners	Cert. # 247562

## **ACADEMIC APPOINTMENTS**

1991-present	Assistant Professor in Diagnostic Radiology	Tufts University School of Medicine Boston, MA
1989-1991	Assistant Clinical Professor in Diagnostic Radiology	Tufts University School of Medicine Boston, MA
1987-1988	Instructor in Diagnostic Radiology	Tufts University School of Medicine Boston, MA
1986-1987	Clinical Fellow in Diagnostic Radiology	Harvard Medical School Boston, MA
1985-1986	Instructor in Diagnostic Radiology	Albany Medical Center Hospital Albany, New York

## **HOSPITAL APPOINTMENTS**

1988-1999	Affiliate Staff with privileges in Diagnostic Radiology	Wing Memorial Hospital and Medical Centers, Palmer, MA
1996-present	Courtesy Medical Staff with privileges in Radiology	Mary Lane Hospital Ware, MA
1987-1996	Consulting Staff with privileges in Radiology	Mercy Hospital Springfield, MA
1987-present	Active Staff with privileges in Radiology	Baystate Medical Center Springfield, MA
1988-1994	Consulting Staff with privileges in Diagnostic Radiology	Ludlow Hospital Ludlow, MA

### HOSPITAL APPOINTMENTS (Continued)

1986-1987	Clinical Fellow in Diagnostic Radiology	Massachusetts General Hospital, Boston, MA
1985-1986	Clinical Assistant Radiologist	Albany Medical Center Hospital, Albany, NY
1985	Consulting Staff with privileges in Radiology	Community Hospital of Schoharie Cty Cobleskill, NY

### HOSPITAL, MEDICAL SCHOOL, OR UNIVERSITY COMMITTEE ASSIGNMENTS:

	Radiology Peer Review Committee	Baystate Medical Center Springfield, MA
	Radiology Resident Performance Committee	Baystate Medical Center Springfield, MA
	BRI (Baystate Radiology & Imaging) Board of Directors	Baystate Medical Center Springfield, MA
	BMIC (Baystate MRI Imaging) Board of Directors	Baystate Medical Center Springfield, MA
	BMIC (Baystate MRI Imaging) MRI Medical Director	Baystate Medical Center Springfield, MA
	BMIC (Baystate MRI Imaging) Operational Meeting	Baystate Medical Center Springfield, MA
2011 –	Emergency Department Stroke Care Coordination and Quality Committee	Baystate Medical Center Springfield, MA
2007 – present	Member, Department of Radiology Performance Improvement Committee	Baystate Medical Center Springfield, MA
2007 – present	Medical Director of Performance Improvement, Department of Radiology	Baystate Medical Center Springfield, MA
1999 – 2006	Chair, Department of Radiology Performance Improvement Committee	Baystate Medical Center Springfield, MA
1994 –present	Member, Department of Radiology Education and Research Committee	Baystate Medical Center Springfield, MA
1990-1995	Chief, CT, MRI and Special Procedures	Baystate Medical Center Springfield, MA
1988-present	Director of Magnetic Resonance Imaging	Baystate Medical Center Springfield, MA

## **TEACHING RESPONSIBILITY**

1987-present	Teach neuroradiology, MRI, CT, interventional radiology and general diagnostic radiology to medical students, radiology residents, radiology technologists, non radiology housestaff and referring physicians	Baystate Medical Center Springfield, MA
1994-1997	Taught MRI using Picker 1.5T Edge system to visiting fellows	Baystate Medical Center Springfield, MA
1986-1987	Taught neuroradiology and MRI to medical students and visiting fellows	Massachusetts General Hospital Boston, MA
1985-1986	Taught neuroradiology to radiology residents	Albany Medical Center Hospital, Albany, NY

## **PROFESSIONAL SOCIETIES**

- American Society of Neuroradiology - Senior Member
- Radiological Society of North America
- American College of Radiology
- Massachusetts Radiological Society
- Western Massachusetts Radiological Society
- American Medical Association
- Massachusetts Medical Society-Hampden County District
- Society for Interventional Radiology
- International Society for Magnetic Resonance in Medicine
- New England Roentgen Ray Society

## **BIBLIOGRAPHY**

### **PRESENTATIONS**

- 12/21/10 "Pituitary Imaging" presented at Baystate Medical Center for Endocrine Grand Rounds of 2010, Springfield, MA
- 10/21/99 "Diffusion and Perfusion Imaging of Acute Stroke" presented at Baystate Medical Center Continuing Education Seminar for Radiologic Technologists, Springfield, MA
- 4/30/98 "MRI and CT of the Spine" presented at Massachusetts Society of Radiologic Technologists Annual Meeting, Springfield MA
- 1/18/97 "Applications of Newer MRI Techniques to Neuroimaging" presented at Western Massachusetts Radiological Society

## PRESENTATIONS (Continued)

- 9/24/94 "Magnetic Resonance Angiography" and "Pediatric MRI" presented at Picker MR Users Group seminar, Cleveland, OH
- 4/16/94 "Magnetic Resonance Angiography" presented at the Western Massachusetts Society of Radiology Technologists Spring Seminar, Holyoke, MA
- 4/17/93 "Imaging the Spine" presented at Baystate Medical Center Spine Symposium, Springfield, MA

## PUBLICATIONS

Alvis JS, **Hicks RJ**. Pregnancy-Induced Acute Neurologic Emergencies and Neurologic Conditions Encountered in Pregnancy. *Semin Ultrasound CT MRI* 2012; 33:46-54.

**Hicks, RJ**. Supratentorial Adult Brain Tumors. In Edelman RR, Hesselink JR, Zlatkin MB, Crues JV, eds. *Clinical Magnetic Resonance Imaging, 3<sup>rd</sup> edition*. Philadelphia: Saunders Elsevier, 2005:1097-1137

Narendran A, Monteleone PM, Steele DA, **Hicks RJ**, Kelleher JF. Successful Treatment of Disseminated Relapsed Medulloblastoma in an Infant by Primary Radiotherapy. *J Pediatr Hematol Oncol*. 2001; 23:51-53.

Engelman RM, Pleet AB, **Hicks R**, Rousou JA, Flack JE, Deaton DW, Pekow PS, Gregory CA. Is there a relationship between systemic perfusion temperature during coronary artery bypass grafting and extent of intraoperative ischemic central nervous system injury? *J Thorac Cardiovasc Surg*. 2000;119(2):230-2.

**Hicks RJ**. Brain Tumors. In Edelman RR, Hesselink JR, Zlatkin M, eds. *Clinical Magnetic Resonance Imaging, 2nd edition*. Philadelphia: W.B. Saunders, 1996:533-556.

Murphy BP, **Hicks RJ**, Kirkwood JR: Neuroimaging of Head Trauma. *Trauma Quarterly* 1992; 8(2):1-17.

**Hicks RJ**, Hesselink JR, Wismer GL, Davis KR. Brain-Vascular Disease. In Edelman RR, Hesselink JR, eds. *Clinical Magnetic Resonance Imaging*. Philadelphia: W.B. Saunders, 1990:516-544.

**Hicks RJ**, Hesselink JR, Wismer GL, Davis KR. Brain-Trauma, Inflammation, Degenerative and Metabolic Disorders. In Edelman RR, Hesselink JR, eds. *Clinical Magnetic Resonance Imaging*. Philadelphia: W.B. Saunders, 1990:563-597.

**Hicks RJ**, Hesselink JR, Wismer GL, Davis KR. Brain-Neoplasia. In Edelman RR, Hesselink JR, eds. *Clinical Magnetic Resonance Imaging*. Philadelphia: W.B. Saunders, 1990:448-482.

## PUBLICATIONS (Continued)

Hesselink JR, **Hicks RJ**. Brain-Periventricular White Matter Abnormalities. In Edelman RR, Hesselink JR, eds. *Clinical Magnetic Resonance Imaging*. Philadelphia: W.B. Saunders, 1990:545-562.

Greenberg JJ, Turkel DH, Kleefield J, **Hicks RJ**. Brain-Indications, Technique and Atlas. In Edelman RR, Hesselink JR, eds. *Clinical Magnetic Resonance Imaging*. Philadelphia: W.B. Saunders, 1990:379-412.

Abrahams JJ, Wood GW, Eames FA, **Hicks RJ**. CT-Guided Needle Aspiration Biopsy of an Intraspinal Synovial Cyst (Ganglion): Case Report and Review of the Literature. *AJNR* 1988; 9:398-401.

## SCIENTIFIC PRESENTATIONS

Nguyen D, Nguyen C, **Hicks R**. Small Bowel Volvulus. ACR Case in Point- published online 2/3/2012.

Nguyen C, **Hicks RH**, Squier W, Polansky S, Yu C. Congenital CNS Malformations and their Association with Pediatric Epilepsy: A Pictorial Review with Emphasis on Pathophysiology and Epidemiology. Educational Exhibit. May 27-31, 2011. London, England.

Survival Guide for the On Call Radiologist: Neuroradiologic Emergencies. Case D, Parithivel K, **Hicks R**. Electronic Exhibit. Radiological Society of North America Annual Meeting. Chicago IL November 2008.

Unity in Description of Lumbar Disc Pathology. Case D, **Hicks R**, Polar G. Electronic exhibit-Certificate of Merit. Radiological Society of North America Annual Meeting. Chicago IL November 2007.

Localization of Diagnostic Material within the Aspiration Device in Image-Guided Fine Needle Aspiration (IM-FNA) Specimens for Rapid and Efficient Evaluation of Adequacy. Goromberg S, Lapolice P, Horash A, Bhargava R, **Hicks R**, Lorenzano R, Goulart R. 92nd Annual meeting of the US and Canadian Academy of Pathology. Washington DC March 2007

Delayed Cerebral Air Embolization after Transbronchoscopic Lung Biopsy. Brevig R, Hamer L, Baquis G, **Hicks RJ**, Emhoff T. Presented at poster session, 50th Annual Meeting, American Academy of Neurology, Minneapolis, MN; April 25- May 2, 1998

Sequential MRI Evaluation of Giant Aneurysms, Before and Following Balloon Occlusion. Oot RF, Wismer G, **Hicks RJ**, Pile-Spellman J, Debrun G, Davis KR. Presented at poster session, Twenty-Fifth Annual Meeting, American Society of Neuroradiology, New York, N.Y.; May 10, 1987.

Clinical Comparison of 1024 x 1024 Matrix Intraarterial Digital Subtraction Angiography of the Head and Neck with Conventional Angiography. **Hicks RJ**, Abrahams JJ, Eames FA, Popp AJ, Robeson GH. Presented as Works in Progress, 72nd Scientific Assembly and Annual Meeting, Radiological Society of North America, Chicago, IL; December 5, 1986.

## CURRICULUM VITAE

**LAWRENCE HOWARD GOODMAN, M.D.**

**CHIEF, DIVISION OF CT**

Office Address: Baystate Medical Center  
Department of Radiology  
759 Chestnut Street  
Springfield, MA 01199  
Phone: (413) 794-3333  
E-Mail: Lawrence.Goodman@bhs.org  
Fax: (413) 794-5988

### EDUCATION

1971-1975	M.D.	Wake Forest School of Medicine Winston-Salem, NC
1967-1971	B.A.	Queens College of the City University of New York

### POSTDOCTORAL TRAINING

1976-1979	Residency in Diagnostic Radiology	Baystate Medical Center Springfield, MA
1975-1976	Internship in Internal Medicine	Maimonides Medical Center, Brooklyn, NY

### LICENSURE AND CERTIFICATION

2000		Connecticut
1979	American Board of Radiology	
1976	National Boards	Massachusetts
1975	F.L.E.X.	North Carolina

### HOSPITAL APPOINTMENTS

2001-Present	Associate Clinical Professor	Tufts University School of Medicine
1979 – present	Staff radiologist	Radiology & Imaging, Inc. 1350 Main Street, Suite 1007 Springfield, MA 01103

## **AWARDS AND HONORS**

2008	Resident Teaching Award
1996	Resident Teaching Award

## **HOSPITAL, MEDICAL SCHOOL, OR UNIVERSITY COMMITTEE ASSIGNMENTS:**

	Member of Clinical Rotation Task Force
	Promotions Committee
	Radiology Performance Improvement Committee
2006 – present	Resident Education Committee
2006 – present	Peer Review Committee
2001 – present	Quality Assurance Committee
1992 – present	Radiation Safety Committee

## **TEACHING RESPONSIBILITY**

2009	Presenter at Baystate Medical Center Annual Hospital Medicine Update, September 2009	Baystate Medical Center Springfield, Massachusetts
2009	Director of Body Imaging	Baystate Medical Center Springfield, Massachusetts
2001-present	Associate Clinical Professor	Tufts University
2000-present	Chief of CT Scan Division	Baystate Medical Center Springfield, Massachusetts
1999-2008	Director, Pulmonary Radiology	Baystate Medical Center Springfield, Massachusetts

## **PROFESSIONAL SOCIETIES**

American Roentgen Ray Society  
American Medical Association  
American College of Radiology  
Radiologic Society of North America  
Massachusetts Medical Society  
Hampden District Medical Society

## **BIBLIOGRAPHY**

### **PUBLICATIONS:**

Seminars in Ultrasound CT and MRI, February 2012: Chapter Imaging in Pregnancy.  
Co-written with Cheri Nyugen, MD.

Poster Presentation RSNA, "Pulmonary Nodules" November 2008

Goodman LH, Renal Angiomyolipoma with Arteriovenous Shunting, Journal of Urology, Vol. 137, March 1987, pp 483-4.

### **PRESENTATIONS:**

Speaker at Baystate Medical Center sponsored Clinical Update Symposium on Imaging, Fall 2009

Speaker: Massachusetts Radiologic Technologists Society - Springfield, Massachusetts – Baystate Medical Center, November, 1993, May, 1998, April, 2000

Speaker: Massachusetts Radiologic Technologists Society - Springfield, Massachusetts, May 1992, Fall 1990

Speaker at Sports Trauma Seminar Baystate Medical Center, Springfield, Massachusetts, May 1989



**CURRICULUM VITAE**  
**3/31/09**

**CHRISTOPHER CRANE MOORE, M.D., Ph.D.**

Office Address: Baystate Medical Center  
Department of Radiology  
759 Chestnut Street  
Springfield, MA 01199  
Phone: (413) 794-3333  
E-Mail: Christopher.Moore@bhs.org  
Fax: (413) 794-5988

**EDUCATION**

1987 – 1989	MD Program	Johns Hopkins University School of Medicine
1989 – 1996	MD-PhD Program, Biomedical Engineering, 1989-96. Graduation 5/22/96.	
9/83 – 6/87	Bachelor of Science in Engineering, Mechanical/Aerospace Engineering	Princeton University

**POSTDOCTORAL TRAINING**

7/1/01-6/30/02	Cross Sectional Imaging Fellowship	Johns Hopkins University School of Medicine
7/1/97-6/30/01	Diagnostic Radiology Residency	Johns Hopkins University School of Medicine
6/24/96-6/23/97	Internal Medical Internship	Greater Baltimore Medical Center, Baltimore, MD.

**LICENSURE AND CERTIFICATION**

3/13/2002	Massachusetts	# 213729 active
2/28/2002	Connecticut	# 040201 active
12/20/2000	Maryland	# D0056887 (12/20/2000-9/30/03)
4/01/2002	Massachusetts DEA	# MM0469103A first issued 4/1/02, renewed 3/11/08
2/28/2002	Connecticut DEA	# 32028 (first issued 2/28/02)
2001 to 6/30/2002	Maryland DEA	# M51656
5/03/2002	DEA	# BM7748138 expires 1/31/11.
	NPI	# 1073548889
6/13/2001	Board Certification	The American Board of Radiology

## ACADEMIC APPOINTMENTS

7/02 – present      Assistant Professor of Radiology      Tufts University School of Medicine

## HOSPITAL APPOINTMENTS

2008 – present	Director, Cardiac MRI	Baystate Medical Center 759 Chestnut Street Springfield, MA 01199
2007 – present	Member, Board of Directors	Baystate Radiology & Imaging, LLC (joint Baystate Health and R&I ventures)
2006 – present	Director, Cardiac CT	Baystate Medical Center 759 Chestnut Street Springfield, MA 01199
7/02 – present	Assistant Professor of Radiology	Tufts University School of Medicine

## CURRENT TYPICAL RADIOLOGY RESPONSIBILITIES

MRI: Body, Musculoskeletal, Body MRA, Cardiac.  
CT: General, Body CTA, Cardiac.  
Ultrasound: Body, Breast, Vascular lab, FNA and core biopsy.  
Mammography: Digital and film screen.  
Fluoroscopy  
Radiography

## AWARDS AND HONORS

2003 and 2008	Teacher of the Year	Baystate Medical Center, Diagnostic Radiology
1999	Stipend Award	American Roentgen Ray Society, Introduction to Research Program: \$1000 stipend award
1993 – 1996	Medical Scientist Training Program grant-equivalent	Johns Hopkins University, for MD-Ph.D.
7/1989 – 6/1993	Fellowship	Merck Sharp & Dohme Fellowship: \$60,000
1993		Society of Magnetic Resonance Imaging Meeting Stipend
1991		Society of Magnetic Resonance in Medicine Meeting Stipend
1987	High Honors	Princeton University
1986	Tau Beta Pi	National Engineering Honor Society,

Princeton University

**HOSPITAL, MEDICAL SCHOOL, OR UNIVERSITY COMMITTEE ASSIGNMENTS:**

	Outpatient Strategic Planning Committee	Baystate Medical Center Springfield, MA
	Coronary CT Planning Team	Baystate Medical Center Springfield, MA
	Radiology Education Committee	Baystate Medical Center Springfield, MA
	BRI (Baystate Radiology & Imaging) Board of Directors	Baystate Medical Center Springfield, MA
	Baycare HP clinical Integration Advisory Council	Baycare Health Partners Springfield, MA
2008-	Co-Director	Baystate Cardiovascular Lecture series
2007-	Member	Baystate Master Facilities Plan Team

**OTHER MAJOR COMMITTEE ASSIGNMENTS:**

2009-	Member	Baycare Clinical Integration Council
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**TEACHING RESPONSIBILITY**

2002 – present		Baystate Diagnostic Radiology Lectures
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**PROFESSIONAL SOCIETIES**

Member	Radiological Society of North America (RSNA).
Member	American College of Radiology (ACR).
Member	Massachusetts Medical Society.

**EMPLOYMENT:**

2007 - present	PACS committee	Radiology & Imaging, Inc.
2007 - present	Executive Committee	Radiology & Imaging, Inc.
1/1/04-present	Partner and Board of Directors Member	Radiology & Imaging, Inc. 1350 Main Street, Suite 1007 Springfield, MA 01103

7/1/02-present Radiologist

Radiology & Imaging, Inc.  
1350 Main Street, Suite 1007  
Springfield, MA 01103

### RESEARCH:

Co-Principal Investigator, Baystate Medical Center Site for the ROMICAT II Study working Group. Study for effectiveness of Cardiac CT in emergency room patients, (5-08 – present).

Doctoral Thesis: *Tagged Magnetic Resonance Imaging for the Three-Dimensional Evaluation of Normal and Ischemic Left Ventricular Deformation Patterns.*  
Advisors: Elias Zerhouni, M.D, and Elliot McVeigh, Ph.D.

Princeton University Senior Thesis:  
Supersonic airflow measurement using lasers to excite and track flowing oxygen.

### CLINICAL TRIALS

ROMICAT II is a randomized multicenter NIH trial to evaluate the effectiveness of adding coronary CTA to the standard care pathway for chest pain patients in the ER with low to intermediate initial probability of coronary artery disease. The primary endpoint is length of hospital stay, with many secondary endpoints including cost and rates of major adverse cardiac events. It will enroll 1000 participants, 500 in each arm.

It is lead by Dr. Udo Hoffmann at MGH, and Baystate is one of the 7 sites. Dr. Hector Pope and **Dr. Christopher Moore** are the Baystate Co-PI's

**Dr. Christopher Moore** is the BMC radiology sub-investigator for the multicenter PROCHYMAL® trial by Osiris Therapeutics. The site investigator is Dr. Marc Schweiger of cardiology. The study is designed to test the safety and efficacy of a proprietary stem cell intravenous infusion given to patients following their first acute myocardial infarction. The primary efficacy endpoint is left ventricular volume as measured by MRI, which is an indicator of post-infarct remodeling. Each patient receives MRI upon enrollment, and repeated at 3 months and 6 months after infarction. The exams include ventricular chamber anatomy, wall motion and post-contrast viability imaging.

## **PUBLICATIONS:**

**C.C. Moore**, E.R. McVeigh, and E.A. Zerhouni. Quantitative Tagged Magnetic Resonance of the Normal Human Left Ventricle. *Topics in Magnetic Resonance Imaging*, 11(6): 359-371, 2000.

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**C.C. Moore**, E.R. McVeigh, and E.A. Zerhouni. Non-Invasive Measurement of Three Dimensional Myocardial Deformation with Tagged Magnetic Resonance Imaging During Graded Local Ischemia. *Journal of Cardiovascular Magnetic Resonance*, 1(3): 207-222, 1999.

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W.G. O'Dell, **C.C. Moore**, W.C. Hunter, E.R. McVeigh. Displacement Field Fitting for Calculating 3D Myocardial Deformations from Parallel-Tagged MR Images. *Radiology*, 195: 829-835, 1995.

**C.C. Moore**, S.B. Reeder, E.R. McVeigh. Tagged MR Imaging in a Deforming Phantom: Photographic Validation. *Radiology*, 190:765-769, 1994.

**C.C. Moore**, W.G. O'Dell, E.R. McVeigh, E.A. Zerhouni. Calculation of Three-dimensional Left Ventricular Strains from Biplanar Tagged MR Images. *JMRI*, 2: 165-175, 1992.

## **CONFERENCE PROCEEDINGS:**

**C.C. Moore**, C.H. Lugo-Olivieri, L.S. Lee, J.A.C. Lima, E.R. McVeigh, E.A. Zerhouni. 3D Deformation of the Normal Human Left Ventricle: Assessment by MR Tissue Tagging. *Proceedings of the Society of Magnetic Resonance (SMR)*, August 1995.

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C.H. Lugo-Olivieri, **C.C. Moore**, E.G-C. Poon, J.A.C. Lima, E.R. McVeigh, Elias A. Zerhouni. Temporal Evolution of Three Dimensional Deformation in the Ischemic Human Left Ventricle: Assessment by MR Tagging. *Proceedings of the SMR*, August 1994.

C.H. Lugo-Olivieri, **C.C. Moore**, M.A. Guttman, J.A.C. Lima, E.R. McVeigh, E.A. Zerhouni. The Effects of Ischemia on the Temporal Evolution of Radial Myocardial Deformation in Humans. *Proceedings of the Radiological Society of North America (RSNA)*, 1994.

W.G. O'Dell, **C.C. Moore**, E.R. McVeigh. Optimization of Displacement Field Fitting for 3D Deformation Analysis. *Proceedings of the SMR*, no.1483, 1994.

P. Croisille, **C.C. Moore**, E.G-C. Poon, C.H. Lugo-Olivieri, E.R. McVeigh, E.A. Zerhouni. Tagged vs Non-Tagged Myocardial Wall Thickening in Normal Humans: Assessment of Variability. *Proceedings of the RSNA*, 1994.

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### **PUBLICATIONS (Continued)**

**C.C. Moore**, E.R. McVeigh, E.A. Zerhouni. Three Dimensional Strain Throughout the Canine Left Ventricle During Local Graded Ischemia: Assessment by MR Tagging. *Proceedings of the Association of University Radiologists*, 41st Annual Meeting, 1993.

**C.C. Moore**, E.R. McVeigh, A. Mebazaa, E.A. Zerhouni. Use of Striped Radial Tagging to Measure Three-Dimensional Endocardial and Epicardial Deformation throughout the Canine Left Ventricle During Ischemia. *Supplement to Journal of Magnetic Resonance Imaging (JMRI)*, Vol. 3(P), p124, March/April 1993.

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H.R. Halperin, H.R. Levin, E.R. McVeigh, P. Cho, W. Curtis, **C.C. Moore**, M.A. Acker, J.E. Tsitlik. New Techniques for the Study of Cardiomyoplasty. *Proceedings of the Annual International Conference of the IEEE-EMBS*, Vol. 14, 1992.

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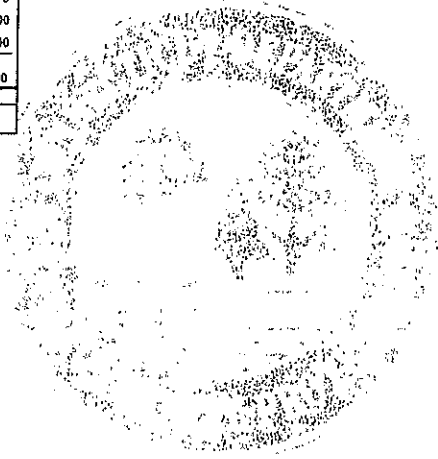
**ATTACHMENT 3(c)**

**DPH Licenses**

**CERTIFICATE OF USE: DIAGNOSTIC AND THERAPEUTIC X-RAY DEVICE REGISTRATION**

**May 1, 2010 - April 30, 2012**

TOTAL QTY:	5
TOTAL PRICE:	\$950.00
TOTAL PAID:	Last Payment / Signature Date: 4/29/2010 \$950.00
BALANCE DUE:	\$0.00
REGISTRATION FEE SUMMARY	



**Amey W. Marrella**  
**CT DEP Commissioner**

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RADIOLOGY & IMAGING INC.  
113 ELM ST.  
ENFIELD, CT 06082

FACILITY NUMBER: 02297  
PHONE #: (860) 741-2177

TYPE OF FACILITY: RADIOLOGIST  
FAX #: (000) 000-0000

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**ATTACHMENT 3(d)**

**Unaudited financial statements for BRI and RI  
(see next page)**

**Baystate Radiology and Imaging, Inc.**  
**Balance Sheet**  
**As of December 31, 2011**

	<u>Dec 31, 11</u>
<b>ASSETS</b>	
<b>Current Assets</b>	
Checking/Savings	
1000 · Cash In Bank-Checking	177,345.71
<b>Total Checking/Savings</b>	<u>177,345.71</u>
Accounts Receivable	
11000 · Accounts Receivable	3,584.19
<b>Total Accounts Receivable</b>	<u>3,584.19</u>
<b>Other Current Assets</b>	
1035 · Patient Accounts Receivable	182,603.58
1080 · Investment-Open Air Spfld/SIMS	726,231.13
1096 · Prepaid Expenses	10,454.43
<b>Total Other Current Assets</b>	<u>919,289.14</u>
<b>Total Current Assets</b>	<u>1,100,219.04</u>
<b>Fixed Assets</b>	
2110 · Machinery & Equipment	745,178.96
2115 · Motor Vehicles	50,274.38
2120 · Furniture & Fixtures	26,773.92
2130 · Improvements(Leasehold)	122,888.88
2140 · Accumulated Depreciation	-404,054.18
<b>Total Fixed Assets</b>	<u>541,061.96</u>
<b>TOTAL ASSETS</b>	<u><u>1,641,281.00</u></u>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts Payable	
3000 · Accounts Payable	5,620.80
3002 · Billing Fee Payable	16,721.04
3003 · Transcription Fee Payable	4,737.46
<b>Total Accounts Payable</b>	<u>27,079.30</u>
<b>Other Current Liabilities</b>	
2400 · TD Banknorth Loan	112,200.00
2410 · TD Bank Line of Credit	385,897.58
3100 · Accrued Expenses	4,386.31
<b>Total Other Current Liabilities</b>	<u>502,483.89</u>

<b>Total Current Liabilities</b>	<u>529,563.19</u>
<b>Total Liabilities</b>	529,563.19
<b>Equity</b>	
5300 - Contributions/(Distributions)	17,020,000.00
5310 - Retained Earnings	17,113,758.90
Net Income	<u>1,017,958.91</u>
<b>Total Equity</b>	<u>1,111,717.81</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>1,641,281.00</u></u>

BAYSTATE RADIOLOGY & IMAGING, LLC

FINANCIAL STATEMENTS

DECEMBER 31, 2010 AND 2009

BAYSTATE RADIOLOGY & IMAGING LLC.

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Financial Statements	
Balance Sheet	4
Statement of Operations and Members' Equity	5
Statement of Cash Flows	6
Notes to Financial Statements	7 - 13

# James B. Hawkes, CPA, P.C.

1441 Main Street, Suite 900 ♦ Springfield, MA 01103  
Tel. (413) 732-0619 ♦ Fax (413) 733-2615

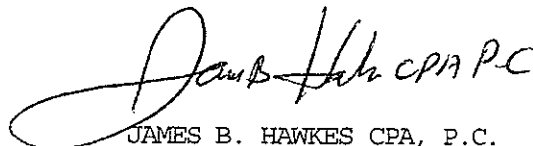
## INDEPENDENT AUDITORS' REPORT

To the Members  
Baystate Radiology & Imaging, LLC

I have audited the accompanying balance sheets of Baystate Radiology & Imaging, LLC as of December 31, 2010 and 2009, and the related statements of operations and members' equity, and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted the audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that this audit provides a reasonable basis for my opinion.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Baystate Radiology & Imaging, LLC as of December 31, 2010 and 2009, and the results of its operations and the changes in its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

  
JAMES B. HAWKES CPA, P.C.

September 6, 2011

BAYSTATE RADIOLOGY & IMAGING, LLC  
BALANCE SHEET  
DECEMBER 31, 2010 AND 2009

	2010	2009
<b>ASSETS</b>		
<b>CURRENT ASSETS:</b>		
Cash	\$ 189,920	\$ 123,258
Accounts receivable	126,774	118,900
Prepaid insurance	4,719	4,828
TOTAL CURRENT ASSETS	321,413	246,986
<b>PROPERTY AND EQUIPMENT:</b>		
Equipment	521,157	418,854
Motor vehicle	60,348	60,348
Furniture and fixtures	26,774	25,195
Leasehold improvements	113,519	103,319
TOTAL	721,798	607,716
Less - accumulated depreciation	441,320	379,141
TOTAL PROPERTY AND EQUIPMENT	280,478	228,575
<b>OTHER ASSETS:</b>		
Investment - LLC'S	1,310,091	1,151,585
<b>TOTAL ASSETS</b>	<b>\$ 1,911,982</b>	<b>\$ 1,627,146</b>
<b>LIABILITIES AND MEMBERS' EQUITY</b>		
<b>CURRENT LIABILITIES:</b>		
Current portion - long-term debt	\$ 40,800	\$ 40,800
Note payable - line of credit	95,819	-
Accounts payable	4,386	17,744
Accrued expenses	15,016	13,828
TOTAL CURRENT LIABILITIES	156,021	72,372
<b>LONG-TERM DEBT</b>	112,200	153,000
<b>MEMBERS' EQUITY</b>	1,643,761	1,401,774
<b>TOTAL LIABILITIES AND MEMBERS' EQUITY</b>	<b>\$ 1,911,982</b>	<b>\$ 1,627,146</b>

The accompanying notes are an integral part  
of these financial statements.

BAYSTATE RADIOLOGY & IMAGING, LLC  
STATEMENT OF OPERATIONS AND MEMBERS' EQUITY  
YEARS ENDED DECEMBER 31, 2010 AND 2009

	<u>2010</u>	<u>2009</u>
MANAGEMENT FEES	<u>\$ 1,177,449</u>	<u>\$ 1,167,705</u>
OPERATING EXPENSES:		
Advertising	15,578	21,258
Billing service	105,668	104,794
Contract labor	609,515	592,586
Dues & subscriptions	-	565
Depreciation	62,179	25,371
Fees and licenses	9,168	9,069
Insurance	10,404	11,728
Laundry & cleaning	9,701	8,235
Medical supplies	28,072	42,707
Miscellaneous	4,083	1,532
Occupancy costs	58,008	56,003
Office expense	23,949	25,162
Outside fees	13,126	106,410
Professional fees	12,316	35,361
Repairs and maintenance	26,773	26,900
RIS/PACS expenses	27,506	-
Telephone	13,841	14,601
Transcription fee	30,191	29,901
Travel	13,434	10,238
Utilities	11,223	10,612
TOTAL OPERATING EXPENSE	<u>1,084,735</u>	<u>1,133,033</u>
INCOME FROM OPERATIONS	<u>92,714</u>	<u>34,672</u>
OTHER INCOME (EXPENSES):		
Interest expense	(9,233)	(2,031)
LLC distributable income	<u>1,008,506</u>	<u>1,416,698</u>
TOTAL OTHER INCOME	<u>999,273</u>	<u>1,414,667</u>
NET INCOME	1,091,987	1,449,339
MEMBERS' EQUITY, BEGINNING	1,401,774	1,352,435
DISTRIBUTIONS	<u>(850,000)</u>	<u>(1,400,000)</u>
MEMBERS' EQUITY, ENDING	<u>\$ 1,643,761</u>	<u>\$ 1,401,774</u>

The accompanying notes are an integral part  
of these financial statements.



BAYSTATE RADIOLOGY & IMAGING, LLC  
STATEMENT OF CASH FLOWS  
YEARS ENDED DECEMBER 31, 2010 AND 2009

	<u>2010</u>	<u>2009</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net income	\$ 1,091,987	\$ 1,449,339
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	62,179	25,371
Pass through of income from LLC investment	(1,008,506)	(1,416,698)
Changes in assets and liabilities:		
Accounts receivable	(7,874)	25,557
Prepaid insurance	109	212
Accounts payable	(13,358)	(2,840)
Accrued expenses	1,188	9,156
NET CASH PROVIDED BY OPERATING ACTIVITIES	<u>125,725</u>	<u>90,097</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
Distributions received - investment LLC'S	850,000	1,400,000
Acquisition of property and equipment	(114,082)	(229,819)
NET CASH PROVIDED BY INVESTING ACTIVITIES	<u>735,918</u>	<u>1,170,181</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
Long-term debt proceeds	-	204,000
Proceeds - line of credit	100,376	-
Repayments - line of credit	(4,557)	-
Repayment long-term debt	(40,800)	(10,200)
Distributions to members	(850,000)	(1,400,000)
NET CASH (USED IN) FINANCING ACTIVITIES	<u>(794,981)</u>	<u>(1,206,200)</u>
INCREASE (DECREASE) IN CASH	66,662	54,078
CASH, BEGINNING	<u>123,258</u>	<u>69,180</u>
CASH, ENDING	<u>\$ 189,920</u>	<u>\$ 123,258</u>
<u>CASH FLOW INFORMATION</u>		
CASH PAID FOR INTEREST	<u>\$ 9,233</u>	<u>\$ 2,031</u>

The accompanying notes are an integral part of these financial statements.

BAYSTATE RADIOLOGY & IMAGING, LLC  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2010 AND 2009

(1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

(a) Business Activity:

Baystate Radiology and Imaging, LLC. (LLC) is a Massachusetts Limited Liability Company consisting of Radiology and Imaging, Inc. (Radiology) and Baystate Medical Center, Inc. (Baystate) collectively, the (Members), was formed October 8, 1996 and began operations on April 1, 1997, and is engaged in providing management services to physician practices in the greater Springfield, Massachusetts area. The term of the LLC shall continue until June 30, 2046 or such later date as shall be designated by the board of managers unless sooner terminated as provided by in the Limited Liability Company Agreement. The respective membership interests are 50% to Radiology and 50% to Baystate.

(b) Revenue Recognition:

The LLC recognizes revenue in the form of management fees. Management fees are determined as a percentage of net patient revenue, which includes services to patients covered by Medicare, Medicaid, and various other third party insurance programs at rates which are generally less than the rates charged by the LLC. Differences between charges and third-party payments are reflected as contractual allowances and included in determination of net patient revenues. Per agreement with Radiology, 22% of the net patient revenue will be retained by Radiology; the balance will be paid to the LLC as a management fee. Accounts receivable represents the expected net patient revenue to be collected (after the 22% retained by physician group) and after contract allowances and bad debt adjustments. During 2010, the following payors accounted for services in excess of 10% of total management fees: Medicare - 33.1%, Blue Cross/Blue Shield of Massachusetts - 14.6%, and Health New England - 14.0%. During 2009, the following payors accounted for services in excess of 10% of total management fees: Medicare - 38.5%, Blue Cross/Blue Shield of Massachusetts - 15.1%, and Health New England - 11.6%.

(c) Concentration of Credit Risk:

Financial instruments which potentially subject the LLC to concentration of credit risk consist of accounts receivable. The LLC receives all of its payments from Radiology who in turn, receives a significant portion of its payments (for which the management fee is based) from a limited number of government and commercial third-party payers, including Medicare, Medicaid, and Blue Cross of Massachusetts. At December 31, 2010, Medicare represented 24.0% of total accounts receivable balance. At December 31, 2009, Medicare represented 33.6% of the total accounts receivable balance.

(1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (continued)

(c) Concentration of Credit Risk: (continued)

The Company maintains cash balances at one financial institution in Springfield, Massachusetts. Accounts at financial institutions are insured by the Federal Deposit Insurance Corporation up to \$250,000. For period December 31, 2010 thru 2012, non-interest bearing accounts are insured in full. At December 31, 2010, the Company's uninsured bank balances totaled \$-0-.

(d) Property and Equipment:

Property and equipment are recorded at cost. Depreciation is provided for using straight-line methods for book purposes and accelerated methods for tax purposes based on their respective useful lives.

<u>Assets</u>	<u>Useful Life</u>
Equipment	5-10 years
Furniture and fixtures	5-10 years
Motor vehicles	5 years
Leasehold improvements	10-39 years

(e) Use of estimates:

The preparation of financial statements in conformity with the accrual basis of accounting requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

(f) Advertising costs:

Advertising costs, except for costs associated with direct-response advertising, are charged to operations when incurred.

(g) Uncertain Tax positions:

The LLC accounts for the effect of any uncertain tax positions based on a "more likely than not" threshold to the recognition of the tax positions being sustained based on the technical merits of the position under scrutiny by the applicable taxing authority. If a tax position or positions are deemed to result in uncertainties of those positions, the unrecognized tax benefit is estimated based on a "cumulative probability assessment" that aggregates the estimated tax liability for all uncertain tax positions. Interest and penalties assessed, if any, are accrued as income tax expense.

(1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (continued)

(g) Uncertain Tax positions:(continued)

The LLC has identified its tax status as a limited liability company electing to be taxed as a pass through entity as a tax position; however, the LLC has determined that such tax position does not result in an uncertainty requiring recognition.

In 2009, the LLC adopted these new rules. The LLC assessed all of its tax positions in accordance with the related guidance and based on such assessment, it was determined that these new rules had no impact on the LLC and, as such, no adjustment was needed to the opening balance of member's equity.

Going forward, should an uncertain position arise, the LLC will recognize interest and penalties related to uncertain tax positions in income tax expense.

The LLC files income tax returns for U.S federal income tax purposes and in Massachusetts. The LLC is not under audit in any jurisdiction for any period, and its tax returns are current. Generally, tax years are open for IRS audit for up to three years.

(h) Income taxes:

The LLC is treated as a partnership for income tax purposes. Consequently, income taxes are not payable by, or provided for the LLC. Members are taxed individually on their share of the LLC's earnings. The LLC's net income or loss is allocated among the members in accordance with the Limited Liability Company Agreement of the LLC.

(i) Subsequent events:

The LLC has evaluated subsequent events through September 6, 2011, the date the financial statements were approved by Management.

(2) INVESTMENTS-LLC:

The LLC is a 25% member and a 50% member in two limited liability companies, Shields Imaging of Massachusetts, LLC (SIM) and Baystate MRI & Imaging Center, LLC (BRI) (taxed as partnerships), respectively. BRI was formed April 16, 1999 to provide diagnostic imaging services using technologically advanced magnetic resonance equipment. SIM was formed October 1, 2002 to own, operate and lease position emissions tomography equipment to related entities. Both partnerships are accounted for using the equity method.

The changes in the recorded amount of the investments for the years ended December 31, 2010 and 2009 are as follows:

	<u>2010</u>	<u>2009</u>
<b>Baystate MRI &amp; Imaging Center LLC</b>		
Carrying balance, beginning of year	\$ 1,128,993	\$ 1,112,295
Pro rata share on net income	1,008,506	1,416,698
Distributions	<u>(850,000)</u>	<u>(1,400,000)</u>
Carrying balance, end of year	<u>\$ 1,287,499</u>	<u>\$ 1,128,993</u>
	<u>2010</u>	<u>2009</u>
<b>Shields Imaging of Massachusetts, LLC</b>		
Carrying balance, beginning of year	\$ 22,592	\$ 22,592
Contributions	-	-
Pro rata share on net (loss)	<u>-</u>	<u>-</u>
Carrying balance, end of year	<u>\$ 22,592</u>	<u>\$ 22,592</u>
TOTAL INVESTMENT-LLC'S	<u>\$ 1,310,091</u>	<u>\$ 1,151,585</u>

(2) INVESTMENTS-LLC:(continued)

Following is a summary of the financial position and results of operations of the investments:

Baystate MRI & Imaging Center LLC:

	<u>2010</u>	<u>2009</u>
Total assets	\$ 8,612,013	\$ 4,043,223
Total liabilities	<u>6,037,015</u>	<u>1,785,237</u>
Net assets	<u>\$ 2,574,998</u>	<u>\$ 2,257,986</u>
Revenues	<u>\$11,821,567</u>	<u>\$11,360,232</u>
Net income (loss)	<u>\$ 2,017,012</u>	<u>\$ 2,833,395</u>
Partnership's interest:		
Share of net income (loss)	<u>\$ 1,008,506</u>	<u>\$ 1,416,698</u>
Advances to joint venture	\$ -	\$ -
Equity in net assets	<u>1,287,499</u>	<u>1,128,993</u>
Net advances and equity in joint venture	<u>\$ 1,287,499</u>	<u>\$ 1,128,993</u>

Shields Imaging of Massachusetts LLC:

	<u>2010</u>	<u>2009</u>
Total assets	\$ 1,890,361	\$ 2,312,584
Total liabilities	<u>1,799,992</u>	<u>2,222,215</u>
Net assets	<u>\$ 90,369</u>	<u>\$ 90,369</u>
Revenues	<u>\$ 2,242,967</u>	<u>\$ 2,238,234</u>
Net income (loss)	<u>\$ -</u>	<u>\$ -</u>
Partnership's interest:		
Share of net income (loss)	<u>\$ -</u>	<u>\$ -</u>
Advances to joint venture	\$ -	\$ -
Equity in net assets	<u>22,592</u>	<u>22,592</u>
Net advances and equity in joint venture	<u>\$ 22,592</u>	<u>\$ 22,592</u>

(3) NOTE PAYABLE:

The Company maintains a \$500,000 non-revolving fixed asset line of credit with a bank. At December 31, 2010 and 2009, the balance was \$95,819 and \$-0-, respectively. The line is payable on demand with interest due and payable monthly at the prime-rate plus .50% per annum (4.00%).

(4) LONG-TERM DEBT:

At December 31, 2010 and 2009, long-term debt consists of the following:

	<u>2010</u>	<u>2009</u>
Note Payable to a bank, secured by equipment, and all assets of the LLC, payable in 60 monthly installments of \$3,400 plus interest at the prime rate. Prime rate subject to a minimum of 4% and a maximum of 6% per annum.	\$ 153,000	\$ 193,800
Less - current maturities	<u>40,800</u>	<u>40,800</u>
TOTAL LONG-TERM DEBT	<u>\$ 112,200</u>	<u>\$ 153,000</u>

As of December 31, 2010, long-term debt matures as follows:

<u>Year ended:</u> <u>December 31,</u>	<u>Amount</u>
2011	\$ 40,800
2012	\$ 40,800
2013	\$ 40,800
2014	\$ 30,600
2015	\$ -

(5) RELATED PARTY TRANSACTIONS:

Management fees are derived entirely from services performed for Radiology & Imaging, Inc. a fifty-percent member in the LLC. Accounts receivable due from Radiology & Imaging, Inc. at December 31, 2010 and 2009 was \$126,774 and \$118,900, respectively.

Contract labor is paid to Radiology & Imaging, Inc. and Baystate Medical Center, Inc., both fifty-percent members of the LLC for technical services. Accounts payable to both members for contract labor was \$-0- and \$-0- at December 31, 2010 and 2009, respectively.

Billing service is paid entirely to Radiology & Imaging, Inc. for charges it incurs for an outside billing service. The fee is 7% of net billings before 22% retained by Radiology for professional services. Accrued expenses at December 31, 2010 and 2009 were \$11,710 and \$10,786, respectively.

(5) RELATED PARTY TRANSACTIONS: (continued)

Transcription fees are paid entirely to Radiology & Imaging, Inc, for transcription service provided by Radiology staff. The fee is 2% of net billings before 22% retained by Radiology for professional services. Accrued expenses at December 31, 2010 and 2009 were \$3,306 and \$3,042, respectively.

RIS/PACS (Radiology Information System) and (Picture Archiving and Communication System) are paid entirely to Radiology & Imaging, Inc. for expenses incurred for the maintenance of these systems setup in 2010. Accounts Payable for RIS/PACS expenses at December 31, 2010 were \$-0-.

(6) COMMITMENTS:

The LLC conducts its operations from facilities subleased under the terms of two operating leases expiring in 2008 and 2010. In addition to the base lease terms, the LLC is responsible for their proportionate share (25.1%) and (14.2%) of utilities, real estate taxes, insurance, and common area costs, respectively. A portion of the premises are subleased to an unrelated company under the same terms as the above leases. Sublease income was paid directly to lessor by subleasee.

For the years ended December 31, 2010 and 2009 net rent expense was as follows:

	<u>2010</u>	<u>2009</u>
Minimum rent	\$ 39,309	\$ 34,794
Utilities, real estate taxes, insurance, and common area costs	18,699	21,209
Sublease income	-	-
Net rent expense	<u>\$ 58,008</u>	<u>\$ 56,003</u>

The above leases have all expired and new leases have not been negotiated at this point. The leases are currently operated as tenants at will.

(7) REGULATORY:

The healthcare industry is subject to numerous laws and regulations of federal, state and local governments. Recently, government activity has increased with respect to investigations and allegations, which could result in the imposition of significant fines and penalties as well as significant repayments for patient services previously billed. Compliance with such laws and regulations are subject to government review and interpretations as well as regulatory actions unknown or unasserted at this time.



**Radiology and Imaging, Inc.**  
**Balance Sheet**  
**As of December 31, 2011**

	<u>Dec 31, 11</u>
<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Checking/Savings</b>	
1025 · Hampden Bank Checking Account	-342,349.33
1027 · Hampden Bank - Repurchase Agrmt	728,326.63
1028 · P Sharing - Hampden Bank	300.10
1029 · Refund Account - McKesson	949.73
<b>Total Checking/Savings</b>	387,227.13
 <b>Other Current Assets</b>	
1042 · Prepaid Health Insurance Reimb	500.00
<b>Total Other Current Assets</b>	500.00
 <b>Total Current Assets</b>	 387,727.13
 <b>Fixed Assets</b>	
1200 · Machinery and Equipment	6,150,075.01
1201 · A/D Machinery and Equipment	4,628,505.73
1210 · Furniture and Fixtures	252,091.53
1211 · A/D-Furniture and Fixtures	-209,070.38
1220 · Lease Hold Improvements	728,021.25
1221 · A/D-Improvements	-242,795.33
1230 · Computer Equipment	529,795.56
1231 · A/D-Computer Equipment	-287,346.21
1240 · Condominium-BMOB	514,468.79
1241 · A/D-Condominium-BMOB	-178,200.79
1250 · Accumulated Depreciation	1,201,756.05
<b>Total Fixed Assets</b>	1,426,777.65
 <b>Other Assets</b>	
1300 · Investments-BRI	555,858.91
1400 · Investments-Lib Med Building	73,333.00
1500 · Goodwill	259,867.00
1501 · Accu. Amortization-Goodwill	-259,867.00
1550 · Security Deposits	13,092.74
<b>Total Other Assets</b>	642,284.65
 <b>TOTAL ASSETS</b>	 <b><u><u>2,456,789.43</u></u></b>
 <b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	

<b>Other Current Liabilities</b>	
2050 · Payroll Liabilities	
2057 · FSA Withholdings	<u>39,554.23</u>
Total 2050 · Payroll Liabilities	39,554.23
2200 · Accrued Expenses	
2100 · Accrued Pension & Profit Shar.	<u>1,051,974.53</u>
Total 2200 · Accrued Expenses	1,051,974.53
2300 · Notes Payable-Stock Buyback	<u>8,176.83</u>
Total Other Current Liabilities	<u>1,099,705.59</u>
 Total Current Liabilities	 1,099,705.59
 Long Term Liabilities	
2460 · Fuji Lease	579,613.14
2500 · Loan Payable - Phillips Medical	<u>43,809.06</u>
Total Long Term Liabilities	<u>623,422.20</u>
 Total Liabilities	 1,723,127.79
 Equity	
3000 · Capital Contributions	2,967,478.52
3100 · Retained Earnings	1,247,218.46
3200 · Treasury Stock	3,408,761.42
3250 · Contributed Captial - T Stock	103,855.00
Net Income	<u>-176,128.92</u>
Total Equity	<u>733,661.64</u>
 TOTAL LIABILITIES & EQUITY	 <u><u>2,456,789.43</u></u>

RADIOLOGY AND IMAGING, INC.

FINANCIAL STATEMENTS

DECEMBER 31, 2010 AND 2009

# RADIOLOGY AND IMAGING, INC.

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# James B. Hawkes, CPA, P.C.

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## INDEPENDENT ACCOUNTANT'S REVIEW REPORT

To the Stockholders  
Radiology & Imaging, Inc.

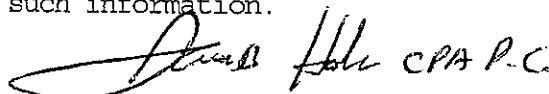
I have reviewed the accompanying statement of assets, liabilities, and stockholders' equity - income tax basis of Radiology & Imaging, Inc. as of December 31, 2010 and 2009, and the related statements of revenues, expenses, and retained earnings - income tax basis, for the years then ended. A review includes primarily applying analytical procedures to management's financial data and making inquiries of company management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, I do not express such an opinion.

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the income tax basis of accounting and for designing, implementing, and maintaining internal control relevant to preparation and fair presentation of the financial statements.

My responsibility is to conduct the review in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. Those standards require me to perform procedures to obtain limited assurance that there are no material modifications that should be made to the financial statements. I believe that the results of my procedures provide a reasonable basis for my report.

Based on my review, I am not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in conformity with the income tax basis of accounting, as described in Note 1.

My review was made primarily for the purpose of expressing a conclusion that there are no material modifications that should be made to the financial statements in order for them to be in conformity with the income tax basis of accounting, as described in Note 1. The supplementary information included in the accompanying schedules of operating expenses is presented only for purposes of additional analysis and is not a required part of the basic financial statement. Such information has been subjected to the inquiry and analytical procedures applied in the review of the basic financial statements. This information is presented on the income tax basis of accounting, and I did not become aware of any material modifications that should be made to such information.

  
JAMES B. HAWKES CPA, P.C.

September 13, 2011

RADIOLOGY & IMAGING, INC.  
STATEMENT OF ASSETS, LIABILITIES, AND  
STOCKHOLDERS' EQUITY - INCOME TAX BASIS  
DECEMBER 31, 2010 AND 2009

	<u>ASSETS</u>	
	<u>2010</u>	<u>2009</u>
CURRENT ASSETS:		
Cash	\$ 498,446	\$ 99,471
Notes receivable	-	90,033
TOTAL CURRENT ASSETS	<u>498,446</u>	<u>189,504</u>
PROPERTY AND EQUIPMENT	7,464,116	7,356,705
Less - Accumulated depreciation	<u>6,379,042</u>	<u>6,036,417</u>
TOTAL PROPERTY AND EQUIPMENT	<u>1,085,074</u>	<u>1,320,288</u>
OTHER ASSETS:		
Loan costs (net)	4,902	-
Goodwill (net)	4,332	8,663
Security deposit	13,093	13,093
Investments	<u>883,212</u>	<u>750,637</u>
TOTAL OTHER ASSETS	<u>905,539</u>	<u>772,393</u>
TOTAL ASSETS	<u>\$ 2,489,059</u>	<u>\$ 2,282,185</u>
	<u>LIABILITIES AND STOCKHOLDERS' EQUITY</u>	
CURRENT LIABILITIES:		
Current maturities - long-term debt	\$ 262,447	\$ 632,331
Note payable-affiliate	250,000	-
Payroll withholdings	22,398	32,708
Retirement plan contributions payable	<u>992,443</u>	<u>827,210</u>
TOTAL CURRENT LIABILITIES	<u>1,527,288</u>	<u>1,492,249</u>
LONG-TERM DEBT	<u>51,980</u>	<u>282,496</u>
STOCKHOLDERS' EQUITY:		
Common stock, no par value, 40,000 shares authorized, 39,765 and 39,597 shares issued	2,967,479	2,931,427
Contributed capital from treasury stock	103,855	-
Retained earnings	<u>1,247,218</u>	<u>1,174,258</u>
TOTAL	<u>4,318,552</u>	<u>4,105,685</u>
Less - Treasury stock, 26,688 and 28,252 shares at cost	<u>3,408,761</u>	<u>3,598,245</u>
TOTAL STOCKHOLDERS' EQUITY	<u>909,791</u>	<u>507,440</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u>\$ 2,489,059</u>	<u>\$ 2,282,185</u>

See accountants' review report and  
notes to financial statements.

RADIOLOGY & IMAGING, INC.  
STATEMENT OF REVENUES, EXPENSES, AND RETAINED  
EARNINGS - INCOME TAX BASIS  
YEARS ENDED DECEMBER 31, 2010 AND 2009

	<u>2010</u>	<u>2009</u>
REVENUE	\$ 22,111,640	\$ 22,921,495
OPERATING EXPENSES:		
Direct labor costs	12,835,061	12,536,974
Direct costs	387,529	418,013
Indirect labor costs	2,319,649	2,043,416
Administrative costs	4,603,529	5,126,899
Marketing costs	99,457	130,441
Occupancy costs	562,119	520,396
Interim physician bonuses	1,761,174	2,894,139
TOTAL OPERATING COSTS	<u>22,568,518</u>	<u>23,670,278</u>
(LOSS) FROM OPERATIONS	<u>(456,878)</u>	<u>(748,783)</u>
OTHER INCOME (EXPENSE):		
Investment activities	563,288	746,753
Interest income	1,472	3,251
Interest expense	(34,922)	(77,738)
TOTAL OTHER INCOME	<u>529,838</u>	<u>672,266</u>
INCOME (LOSS) BEFORE TAXES	72,960	(76,517)
INCOME TAX (EXPENSE) BENEFIT	<u>-</u>	<u>-</u>
NET INCOME (LOSS)	72,960	(76,517)
RETAINED EARNINGS, BEGINNING	<u>1,174,258</u>	<u>1,250,775</u>
RETAINED EARNINGS, ENDING	<u>\$ 1,247,218</u>	<u>\$ 1,174,258</u>

See accountants' review report and  
notes to financial statements.

RADIOLOGY & IMAGING, INC.  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2010 AND 2009

(1) SIGNIFICANT ACCOUNTING POLICIES:

(a) Business Activity:

Radiology and Imaging, Inc. is a Massachusetts professional corporation. The Company is engaged in providing medical services to the general public in western Massachusetts and northern Connecticut.

(b) Income Tax Basis:

The accompanying financial statements have been prepared on the income tax basis of accounting used by the Company for federal income tax reporting purposes, which is a comprehensive basis of accounting other than generally accepted accounting principles. Revenue and the related assets are recognized when received rather than when earned, and certain expenses are recognized when paid rather than when the obligation is incurred. Pension and profit sharing costs have been recognized as expenses prior to payment in accordance with allowable federal income tax treatment. Depreciation expense on property and equipment is computed in accordance with the Internal Revenue Code in effect when the property and equipment is placed in service. Such depreciation expense would, under generally accepted accounting principles, be computed over the useful lives of the assets using accelerated or straight line methods. Accordingly, the accompanying financial statements are not intended to present financial position and results of operations in conformity with generally accepted accounting principles.



(1) SIGNIFICANT ACCOUNTING POLICIES: (continued)

(c) Property and Equipment:

Property and equipment is recorded at cost. Depreciation is provided using straight-line and accelerated methods in accordance with the Internal Revenue Code when the asset was placed in service, including section 179 and bonus depreciation, over their estimated useful lives as follows:

<u>Assets</u>	<u>Useful Life</u>
Medical equipment	5 years
Furniture and fixtures	7 years
Office condominiums	39 years
Computer equipment	5 years
Leasehold improvements	10-39 years

(d) Investments:

Investments represent ownership interests in two real estate partnerships, and a limited liability company which provides mobile and fixed location radiology services. All investments are carried at book value and accounted for using the equity method.

(e) Use of estimates:

The preparation of financial statements in conformity with the income tax basis of accounting requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

(f) Advertising costs:

Advertising costs, except for costs associated with direct-response advertising, are charged to operations when incurred.

(1) SIGNIFICANT ACCOUNTING POLICIES: (continued)

(g) Amortization of Goodwill:

Cost of investments in purchased companies in excess of the underlying fair value of net assets at dates of acquisition are recorded as goodwill and amortized over 15 years on a straight line basis. A portion of prior purchased companies were abandoned in 2000, \$151,591 of excess goodwill was written off during 2000 to reflect this abandonment. The balance of the goodwill will continue to be amortized over 15 years, which totaled \$4,331 and \$4,331 for 2010 and 2009, respectively.

(h) Amortization of Loan Costs:

Loan costs in the amount of \$9,804 were incurred in 2010 and are being amortized over 12 month, the life of the loan. For the year ended December 31, 2010, amortization of loan costs was \$4,902.

(i) Uncertain Tax Positions:

The Corporation accounts for the effect of any uncertain tax positions based on a "more likely than not" threshold to the recognition of the tax positions being sustained based on the technical merits of the position under scrutiny by the applicable taxing authority. If a tax position or positions are deemed to result in uncertainties of those positions, the unrecognized tax benefit is estimated based on a "cumulative probability assessment" that aggregates the estimated tax liability for all uncertain tax positions. Interest and penalties assessed, if any, are reported as income tax expense and included in footnote disclosures.

In 2009, the Corporation adopted these new rules. The Corporation assessed all of its tax positions in accordance with the related guidance and based on such assessment, it was determined that these new rules had no impact on the Corporation and, as such, no adjustment was needed to the opening balance of stockholders' equity or footnote disclosures.

Going forward, should an uncertain position arise, the Corporation will recognize interest and penalties related to uncertain tax positions in income tax expense.

(i) Uncertain Tax Positions: (continued)

The Corporation files income tax returns for U.S federal income tax purposes and in Massachusetts and Connecticut. The Corporation is not under audit in any jurisdiction for any period, and its tax returns are current. Generally, tax years are open for IRS audit for up to three years.

(2) NOTE RECEIVABLE:

At December 31, 2010 and 2009, the note receivable balance of consisted of the following:

	<u>2010</u>	<u>2009</u>
Note receivable. Note represents Balance due on stock buy-in of Corporation. Note was repaid in January 2010.	<u>\$ -</u>	<u>\$ 90,033</u>

(3) PROPERTY AND EQUIPMENT:

Property and equipment were as follows at December 31, 2010 and 2009:

	<u>2010</u>	<u>2009</u>
Equipment	\$ 5,450,612	\$ 5,440,966
Furniture and fixtures	252,092	241,283
Improvements	728,021	701,794
Computer equipment	518,922	458,193
Office condominiums	514,469	514,469
TOTAL	<u>7,464,116</u>	<u>7,356,705</u>
Less - Accumulated depreciation	6,379,042	6,036,417
TOTAL PROPERTY AND EQUIPMENT	<u>\$ 1,085,074</u>	<u>\$ 1,320,288</u>

Depreciation expense charged to income was as follows:

	<u>2010</u>	<u>2009</u>
Regular depreciation	\$ 342,625	\$ 365,794
Bonus depreciation	-	124,705
Sec 179 depreciation	-	-
TOTAL	<u>\$ 342,625</u>	<u>\$ 490,499</u>

(4) INVESTMENTS:

The Company has a 50% interest in a limited liability company (taxed as a partnership) formed to provide radiology services on a mobile and fixed location basis. In addition, the Company is a limited partner in a real estate partnership. All of the above entities are accounted for using the equity method. Following is a summary of the investments and reported income (loss) for 2010 and 2009:

	<u>2010</u>	<u>2009</u>
Investments:		
Real estate partnership 5.40%	\$ 61,333	\$ 49,750
Limited liability company 50%	<u>821,879</u>	<u>700,887</u>
	<u>\$ 883,212</u>	<u>\$ 750,637</u>
	<u>2010</u>	<u>2009</u>
Income:		
Real estate partnership 5.40%	\$ 17,295	\$ 22,083
Limited liability company 50%	<u>545,993</u>	<u>724,670</u>
	<u>\$ 563,288</u>	<u>\$ 746,753</u>

(5) NOTE PAYABLE:

The Company maintains a \$750,000 line of credit with a bank. At December 31, 2010 and 2009, the balance was \$-0- and \$-0-, respectively. The line is payable on demand with interest due and payable monthly at the prime-rate.

(6) NOTE PAYABLE-AFFILIATE:

The Company received an advance on their regular limited liability company investment distribution which was repaid in January 2011 when the regular distribution was actually received.

(7) LONG-TERM DEBT:

At December 31, 2010 and 2009, long-term debt consists of the following:

	<u>2010</u>	<u>2009</u>
Note payable to a bank, secured by a mortgage on certain real estate and a security interest in substantially all assets of the Company, payable in monthly installments of \$3,410 including interest at 6.00% per annum through October 2010.	\$ -	\$ 32,708

(7) LONG-TERM DEBT: (continued)

	<u>2010</u>	<u>2009</u>
Notes payable to former stockholders for the purchase of treasury stock. Payable in semi-annual payments including interest at 6.0%-8.0% per annum through June 2011.	85,075	308,830
Capital lease payable to financing company for purchase of equipment. Payable in 60 monthly installments of \$1,941, including interest at 5.99 % per annum through December 2013.	63,827	82,684
Note payable to a bank, secured by accounts receivable and equipment and a security interest in substantially all assets of the Company, payable in monthly installments of \$28,898 plus interest at 3.75% until paid in full or June 2011.	165,525	-
Note payable to a bank, secured by accounts receivable and equipment and a security interest in substantially all assets of the Company, payable in monthly installments of \$28,740 plus interest at 4.00% until paid in full or June 2011.	-	490,605
TOTAL	314,427	914,827
Less - current maturities	262,447	632,331
TOTAL LONG-TERM DEBT	<u>\$ 51,980</u>	<u>\$ 282,496</u>

As of December 31, 2010 long-term debt matures as follows:

Year ended <u>December 31,</u>	<u>Amount</u>
2011	\$ 262,447
2012	29,421
2013	22,559
2014	-
2015	-

(8) RELATED PARTY TRANSACTIONS:

The Company is a 50% partner in Baystate Radiology & Imaging, LLC. The Company has various related party transactions with Baystate Radiology & Imaging, LLC. Management fees, representing 78% of collections, in the amount of \$1,167,148 and \$1,194,591 for the years ended December 31, 2010 and 2009, respectively were paid to Baystate Radiology & Imaging, LLC. In addition, the Company maintains a significant portion of the staff for Baystate Radiology & Imaging LLC under a contract. The Company is reimbursed for actual wages, plus fringe of 22% which includes all payroll taxes, workmen's comp insurance, pension and profit sharing contributions, and various other medical and employee fringe benefits. The Company also receives an administrative fee of 15% of the payroll and fringe. Baystate Radiology also reimburses the Company for billing service fees of 7%, paid to an outside vendor, and transcription service fees of 2% of net collections. The total amount paid to the Company from Baystate Radiology which is included in total revenues and netted against billing service fees was \$530,406 and \$486,861 for 2010 and 2009, respectively.

(9) EMPLOYEE BENEFIT PLANS:

The Company has a profit sharing plan covering substantially all of its employees. For the years ended December 31, 2010 and 2009, the contributions totaled \$1,377,822 and \$1,201,292, respectively.

(10) COMMITMENTS:

The Company conducts its operations from various facilities as a tenant at will and under the terms of several operating leases, which expire at various times through March 2013. The leases include a base amount with escalations for real estate taxes and operating expenses over the base year. For the years ended December 31, 2010 and 2009, rent expense totaled \$362,374 and \$390,808, respectively.

The following is a schedule of future minimum base rental payments required under the above operating leases as of December 31, 2010.

<u>Year ended</u> <u>December 31,</u>	<u>Amount</u>
2011	\$ 75,468
2012	76,728
2013	19,182
2014	-
2015	-

(10) COMMITMENTS: (continued)

The Company also rents various pieces of office equipment on an as needed basis and under several operating leases. For the years ended December 31, 2009 and 2008, rent expense totaled \$21,922 and \$22,736, respectively.

(11) CONCENTRATION OF CREDIT RISK:

The Company maintains cash balances at several financial institutions in Springfield, Massachusetts. Accounts at each institution are insured by the Federal Deposit Insurance Corporation up to \$250,000 for 2010 and will revert to 100,000 effective December 31, 2010. At December 31, 2010, the Company's uninsured bank balances totaled \$341,873.

(12) MAJOR CUSTOMERS:

The Company receives a significant portion of their revenue from payments for services from a limited number of governmental and commercial third-party payers, including Medicare, Medicaid, and Blue Cross/Blue Shield of Massachusetts.

(13) CONTINGENCIES:

The Company is named as a co-defendant in a malpractice suit with a former employee radiologist. The case is in the discovery stage but the radiologist in question (former employee) and the Company carry significant amounts of malpractice insurance. Upon consulting with our attorney, it is management's expectation that the case will be resolved within the malpractice insurance limits.

(14) SUBSEQUENT EVENTS:

Subsequent events were evaluated through September 13, 2011, which is the date the financial statements were available to be issued.

(15) TREASURY STOCK:

The company reissued 1,676.49 shares of treasury stock during 2010. Treasury stock account was reduced by \$213,518 for the original cost of the reissued stock and \$103,855 was recorded into Contributed Capital From Treasury Stock for the balance of the proceeds.

See accountants' review report.

RADIOLOGY & IMAGING, INC.  
SCHEDULE OF OPERATING EXPENSES - INCOME TAX BASIS  
YEARS ENDED DECEMBER 31, 2010 AND 2009

	<u>2010</u>	<u>2009</u>
DIRET LABOR COSTS:		
Salaries - Physicians	\$ 8,887,951	\$ 8,375,517
Taxes - payroll	370,647	372,140
Retirement plan contributions	1,184,480	1,036,696
Group health insurance	407,839	365,566
Medical reimbursement plan	35,294	75,094
Wages - technicians	1,447,243	1,430,532
Taxes - payroll	119,748	116,469
Retirement plan contributions	86,592	91,573
Group health insurance	214,296	186,628
Medical reimbursement plan	19,138	5,265
Contract labor	16,400	-
Locum salaries	43,160	461,722
Locum expenses	2,276	19,772
	<u>\$ 12,835,061</u>	<u>\$ 12,536,974</u>
TOTAL LABOR COSTS		
DIRECT COSTS:		
Medical supplies	\$ 212,632	\$ 192,155
Repairs and maintenance	52,280	85,419
X-ray supplies and expense	45,135	127,282
RIS/PAC's	63,916	-
Medical waste removal	13,566	12,722
Miscellaneous	-	435
	<u>\$ 387,529</u>	<u>\$ 418,013</u>
TOTAL DIRECT COSTS		
INDIRECT LABOR COSTS:		
Non physician salaries	\$ 1,784,152	\$ 1,581,271
Taxes - payroll	144,706	127,903
Retirement plan contributions	106,750	73,023
Group health insurance	255,359	218,526
Medical reimbursement plan	28,682	42,693
	<u>\$ 2,319,649</u>	<u>\$ 2,043,416</u>
TOTAL INDIRECT LABOR COSTS		

See accountants' review report



RADIOLOGY & IMAGING, INC.  
SCHEDULE OF OPERATING EXPENSES - INCOME TAX BASIS  
YEARS ENDED DECEMBER 31, 2010 AND 2009

	<u>2010</u>	<u>2009</u>
<u>ADMINISTRATIVE COSTS:</u>		
Billing service fees	\$ 1,113,307	\$ 1,309,111
Management fee - BRI	1,167,148	1,194,591
Depreciation	342,625	490,499
Maintenance contracts	395,651	447,365
Malpractice insurance	487,259	427,405
IT expenses	9,220	20,199
Legal and accounting	45,673	84,307
Education/seminars	18,361	39,897
Dues and subscriptions	118,109	100,124
Taxes - real estate	80,101	60,638
Office expenses	61,751	85,154
Insurance - general	34,380	45,968
Courier services	92,245	78,428
Education	61,047	60,208
E-bonus	155,074	280,377
Postage & stationary	39,362	42,737
Equipment rental - office	21,922	22,736
Computer supplies and software	23,690	23,951
Bank charges	2,189	681
Payroll processing fees	24,782	24,210
Contributions	1,020	6,500
Recruitment expenses	5,656	22,331
Amortization	9,233	4,331
Travel & entertainment	37,579	25,704
Professional and consulting	161,620	141,603
Miscellaneous	-	-
Janitorial	94,526	87,844
	<u>94,526</u>	<u>87,844</u>
 TOTAL ADMINISTRATIVE EXPENSES	 <u>\$ 3,703,529</u>	 <u>\$ 5,126,899</u>

See accountants' review report.

RADIOLOGY & IMAGING, INC.  
SCHEDULE OF OPERATING EXPENSES - INCOME TAX BASIS  
YEARS ENDED DECEMBER 31, 2010 AND 2009

	<u>2010</u>	<u>2009</u>
<u>MARKETING EXPENSES:</u>		
Marketing personnel	\$ 8,459	\$ 9,288
Customer programs	25,710	29,042
Marketing collateral	27,948	35,956
Advertising/marketing services	24,443	43,005
Marketing intelligence	12,722	12,146
Call center	175	1,004
	<u>99,457</u>	<u>130,441</u>
TOTAL MARKETING EXPENSES	<u>\$ 99,457</u>	<u>\$ 130,441</u>
 <u>OCCUPANCY EXPENSES:</u>		
Rent	362,374	\$ 390,808
Telephone expense	41,212	42,810
Utilities	11,753	14,186
Data line expense	136,382	71,838
Building repairs and maintenance	10,398	754
	<u>562,119</u>	<u>520,396</u>
TOTAL OCCUPANCY EXPENSE	<u>\$ 562,119</u>	<u>\$ 520,396</u>

See accountants' review report.

**ATTACHMENT 5(a)**

**Financial Attachment I**

13. B i. Please provide one year of actual results and three years of projections of **Total Facility** revenue, expense and volume statistics without, incremental to and with the CON proposal in the following reporting format:

<u>Total Facility:</u>	FY	FY	FY	FY	FY	FY	FY	FY	FY	FY
<u>Description</u>	<u>Actual Results</u>	<u>Projected W/out CON</u>	<u>Projected Incremental</u>	<u>Projected With CON</u>	<u>Projected W/out CON</u>	<u>Projected Incremental</u>	<u>Projected With CON</u>	<u>Projected W/out CON</u>	<u>Projected Incremental</u>	<u>Projected With CON</u>
<b>NET PATIENT REVENUE</b>										
Non-Government	\$ 1,488,171	\$ 1,609,007	\$ -	\$ 1,609,007	\$ 1,657,277	\$ -	\$ 1,657,277	\$ 1,706,995	\$ -	\$ 1,706,995
Medicare	\$ 455,707	\$ 492,709	\$ -	\$ 492,709	\$ 507,491	\$ -	\$ 507,491	\$ 522,715	\$ -	\$ 522,715
Medicaid and Other Medical Assistance	\$ 1,838	\$ 1,987	\$ -	\$ 1,987	\$ 2,047	\$ -	\$ 2,047	\$ 2,108	\$ -	\$ 2,108
Other Government	\$ 20,524	\$ 22,191	\$ -	\$ 22,191	\$ 22,856	\$ -	\$ 22,856	\$ 23,542	\$ -	\$ 23,542
Total Net Patient Patient Revenue	\$ 1,966,241	\$ 2,125,894	\$ -	\$ 2,125,894	\$ 2,189,671	\$ -	\$ 2,189,671	\$ 2,255,361	\$ -	\$ 2,255,361
Other Operating Revenue	\$ 16,641	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Revenue from Operations	\$ 1,982,882	\$ 2,125,894	\$ -	\$ 2,125,894	\$ 2,189,671	\$ -	\$ 2,189,671	\$ 2,255,361	\$ -	\$ 2,255,361
<b>OPERATING EXPENSES</b>										
Salaries and Fringe Benefits	\$ 950,863	\$ 997,631	\$ -	\$ 997,631	\$ 997,631	\$ -	\$ 997,631	\$ 997,631	\$ -	\$ 997,631
Professional / Contracted Services	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Supplies and Drugs	\$ 48,385	\$ 42,155	\$ -	\$ 42,155	\$ 42,155	\$ -	\$ 42,155	\$ 42,155	\$ -	\$ 42,155
Bad Debts	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Other Operating Expense	\$ 946,606	\$ 973,800	\$ -	\$ 973,800	\$ 973,800	\$ -	\$ 973,800	\$ 973,800	\$ -	\$ 973,800
Subtotal	\$ 1,945,854	\$ 2,013,587	\$ -	\$ 2,013,587	\$ 2,013,587	\$ -	\$ 2,013,587	\$ 2,013,587	\$ -	\$ 2,013,587
Depreciation/Amortization	\$ 73,552	\$ 13,479	\$ -	\$ 13,479	\$ 13,479	\$ -	\$ 13,479	\$ 13,479	\$ -	\$ 13,479
Interest Expense	\$ 617	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Lease Expense	\$ 85,901	\$ 86,392	\$ -	\$ 86,392	\$ 88,984	\$ -	\$ 88,984	\$ 91,654	\$ -	\$ 91,654
Total Operating Expenses	\$ 2,105,924	\$ 2,113,458	\$ -	\$ 2,113,458	\$ 2,116,049	\$ -	\$ 2,116,049	\$ 2,118,719	\$ -	\$ 2,118,719
Income (Loss) from Operations	\$ (123,043)	\$ 12,437	\$ -	\$ 12,437	\$ 73,622	\$ -	\$ 73,622	\$ 136,642	\$ -	\$ 136,642
Non-Operating income	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Income before provision for income taxes	\$ (123,043)	\$ 12,437	\$ -	\$ 12,437	\$ 73,622	\$ -	\$ 73,622	\$ 136,642	\$ -	\$ 136,642
Provision for income taxes	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net Income	\$ (123,043)	\$ 12,437	\$ -	\$ 12,437	\$ 73,622	\$ -	\$ 73,622	\$ 136,642	\$ -	\$ 136,642
Retained earnings, beginning of year	\$ -	\$ (123,043)	\$ (123,043)	\$ (123,043)	\$ (110,606)	\$ (123,043)	\$ (110,606)	\$ (36,984)	\$ (123,043)	\$ (36,984)
Retained earnings, end of year	\$ (123,043)	\$ (110,606)	\$ (123,043)	\$ (110,606)	\$ (36,984)	\$ (123,043)	\$ (36,984)	\$ 99,658	\$ (123,043)	\$ 99,658
FTEs		11		11	11		11	11		11

\*Volume Statistics:

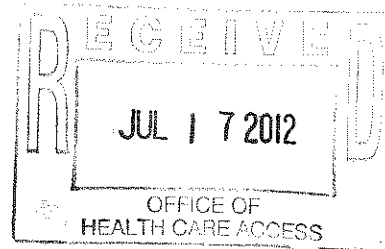
Provide projected inpatient and/or outpatient statistics for any new services and provide actual and projected inpatient and/or outpatient statistics for any existing services which will change due to the proposal.

**COOLEY  
SHRAIR**  
ATTORNEYS AT LAW**Danielle I. Nicklas**  
ATTORNEY Admitted in MA and CT**DIRECT DIAL**  
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www.cooleyshrair.com

July 17, 2012

FILE NO. 26014.6

SENT VIA FACSIMILE TO: (860)-418-7053Kimberly Martone  
Director of Operations  
Office of Health Care Access  
410 Capitol Avenue, MS#13HCA  
Hartford, CT 06134**RE: Radiology & Imaging, Inc. and Baystate Radiology and Imaging, LLC**  
**Certificate of Need Withdrawal**

Dear Ms. Martone:

On July 16, 2012, we had multiple telephone conversations with your office regarding the CON application for Radiology & Imaging, Inc. and Baystate Radiology and Imaging, LLC's transfer of ownership or control, docket number 12-31770-CON. As a result of those conversations we were informed that your office was not exercising jurisdiction for a CON when Baystate Radiology and Imaging, LLC (a joint venture between Baystate Medical Center and Radiology & Imaging, Inc.) purchases the Radiology & Imaging, Inc. physician's practice. We were told that we should withdraw the application and re-file only for acquisition of equipment (MRI, CT, PET AND PET CT). Therefore, the above listed applicants are formally withdrawing their CON application for transfer of ownership or control. Please have the filing fee returned to us at your earliest convenience.

If you have any further questions please do not hesitate to contact us.

Very truly yours,

A handwritten signature in black ink, appearing to read "Danielle I. Nicklas". The signature is fluid and cursive, written over a faint, larger outline of the name.

DANIELLE I. NICKLAS

cc: Peter W. Shrair, Esq.  
Vasilis Tourloukis