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**MURTHA  
CULLINA**

November 25, 2015



VIA HAND DELIVERY

Ms. Kimberly Martone  
Director of Operations  
State of Connecticut  
Department of Public Health,  
Office of Health Care Access  
410 Capitol Avenue, MS #13HCA  
Hartford, Connecticut 06134

Re: Notice of Material Change; MHS Primary Care, Inc. and Middletown  
Surgical Group, P.C.

Dear Ms. Martone:

Pursuant to Conn. Gen. Stat. § 19a-486i(d)(2), enclosed you will find a Notice of Material Change form substantially similar to that filed with the Attorney General by MHS Primary Care, Inc. and Middletown Surgical Group, P.C. The enclosed document updates the narrative to reflect that this transaction was effective on November 2, 2015.

If you have any questions or need anything else, please feel free to contact me.

Sincerely,

Stephanie Sprague Sobkowiak

Enclosures

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BOSTON HARTFORD NEW HAVEN STAMFORD WOBURN

**NOTICE OF MATERIAL CHANGE**

**Date of Notice:** 25-Nov-15

**Party Submitting this Notice:** Middletown Surgical Group, P.C. and MHS Primary Care, Inc.

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**Effective Date of Transaction:** Nov. 2, 2015

**Nature of Material Change:**

MHS Primary Care, Inc. ("MHSPC") is a Connecticut medical foundation that provides patient care services in multiple offices in the Middletown area. Middletown Surgical Group, P.C. ("MSG") is a professional corporation that operated offices in Middletown, Westbrook and Madison. It provided general surgical services through its two physician owners, Dr. Andrea Malon and Dr. Peter Romeyn. Recognizing the benefits of partnering with MHSPC, MSG approached MHSPC about a possible transaction in order to obtain assistance with its operational needs and to enhance the quality of care and patient experience provided to its patients. The transaction was designed to enhance interoperability and enhance continuity and coordination of care for these patients. To this end, MHSPC purchased substantially all of the assets of MSG and assumed its office leases in Middletown, Westbrook and Madison as well as other obligations. The MSG physicians are now employed by MHSPC, and MHSPC also employs MSG's non-physician personnel. The transaction closed on November 2, 2015.

**Parties to the Transaction (P. A. 14-168 §1(d))**

<u>Name of Each Party to the Transaction</u>	<u>Contact Name and Title</u>	<u>Contact Address</u>	<u>Contact Phone Number and E-mail</u>
<u>Middletown Surgical Group, P.C.</u>	Andrea Malon, MD Partner	Middletown Surgical Group, P.C. 520 Saybrook Road Middletown, CT 06457	860.346.2608 amalon@middletownsurg.com
<u>MHS Primary Care, Inc.</u>	Garrett Havican Vice President, Strategic Planning & Ambulatory Operations	28 Crescent Street Middletown, CT 06457	860.358.6140 gary.havican@midhosp.org

**Information Regarding Group Practice that was the Subject of the Transaction and who is Practicing Medicine with the Resulting Organization (P. A. 14-168 §1(d)(2))**

Name of Each Physician	Group Practice(s) in which Physician Practices MSG (to be MHSPC, post-transaction) MSG (to be MHSPC, post-transaction)	General Surgery General Surgery	Specialties of Each Physician
Malon, Andrea			
Romeyn, Peter			

**Information Regarding Business Entities Providing Services Following the Effective Date (P. A. 14-168 §1(d)(3)-(6))**

<u>Names of Business Entities</u>	<u>Address of Each Service Location</u>	<u>Description of Services to be Provided at Each Location</u>	<u>Primary Service Area Served by Each Location</u>
MHS Primary Care, Inc.	80 Shunpike Road, Suite 301 Cromwell, CT 06416	Primary Care	06457, 06416, 06480, 06067, 06037
MHS Primary Care, Inc.	520 Saybrook Road, Suite N 100 Middletown, CT 06457	Primary Care	06457, 06441, 06416, 06480, 06422
MHS Primary Care, Inc.	147 Westbrook Road Essex, CT 06426	Primary Care	06475, 06426, 06417, 06498, 06442, 06371, 06412, 06413
MHS Primary Care, Inc.	150 Main Street Chester, CT 06412	Primary Care	06412, 06417, 06423, 06457, 06438, 06442, 06469, 06419, 06480, 06475
MHS Primary Care, Inc.	6 Main Street Durham, CT 06422	Primary Care	06422, 06457, 06455, 06481
MHS Primary Care, Inc.	270 Main Street, Suite A Portland, CT 06480	Primary Care	06480, 06457, 06424
MHS Primary Care, Inc.	Westbrook Medical Center 4 Grove Beach Road North Westbrook, CT 06498	Primary Care	06371, 06498, 06413, 06443, 06475, 06437, 06357, 06419, 06426, 06385
MHS Primary Care, Inc.	1291 Boston Post Road Madison, CT 06443	Primary Care	06443, 06413, 06437, 06419, 06498, 06405, 06475
MHS Primary Care, Inc.	16 William F. Palmer Road Moodus, CT 06469	Primary Care	06423, 06469, 06415
MHS Primary Care, Inc.	154 Main Street Old Saybrook, CT 06475	Primary Care	06475, 06498, 06371, 06417, 06412, 06413

Spreadsheet - Notice of

Material Change

MHS Primary Care, Inc.

27 Commerce Street  
Clinton, CT 06413

Primary Care

06443, 06413, 06419, 06498, 06405, 06475

MHS Primary Care, Inc.

520 Saybrook Road, Suite S-100  
Middletown, CT 06457

Surgery

06457, 06441, 06416, 06480, 06422

MHS Primary Care, Inc.

5 Pequot Park Road  
Westbrook, CT 06498

Surgery

06371, 06498, 06413, 06443, 06475, 06437,  
06357, 06419, 06426, 06385

MHS Primary Care, Inc.

1353 Boston Post Road  
Madison, CT 06443

Surgery

06443, 06413, 06437, 06498, 06405, 06475