

BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS, that, as of June __, 2013, in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned, Sedgwick County, Kansas, a political subdivision of the State of Kansas (the "Grantor"), does grant, sell, transfer and deliver unto Catholic Care Center, Inc., a Kansas not-for-profit corporation (the "Grantee"), all of its interest in the following goods and chattels, viz:

All buildings, improvements, machinery, furnishings, fixtures and equipment and other personal property purchased, financed, and refinanced with the proceeds of the Sedgwick County, Kansas, Health Care Facilities Refunding Revenue Bonds, Series 2010 (Catholic Care Center, Inc.) (the "Bonds") and constituting the "Improvements" pursuant to the terms of a certain Lease Agreement, dated as of January 15, 2010, by and between the Grantor and Grantee (collectively, the "Lease").

To have and to hold, all and singular, the said goods and chattels forever. And the said Grantor hereby covenants with the said Grantee that the interest of Grantor conveyed hereby is free from all encumbrances except (i) those liens and encumbrances to which title to the described property was subject when conveyed to the Grantor, (ii) those liens and encumbrances created by the Grantee or to the creation or suffering of which the Grantee has consented; and (iii) those liens and encumbrances resulting from the failure of the Grantee to perform and observe any of the agreements on its part contained in the Lease under which it has heretofore leased such property; and that it will warrant and defend the same against the lawful claims and demands of all persons claiming through the Grantor.

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IN WITNESS WHEREOF, we have hereunto set our hands and affixed the official seal of Sedgwick County, Kansas for delivery as of the date first set forth above.

SEDGWICK COUNTY, KANSAS

[seal]

By _____
James Skelton, Chairman
Board of County Commissioners

ATTEST:

By _____
Kelly B. Arnold, County Clerk

“ISSUER”

ACKNOWLEDGMENT

STATE OF KANSAS)
)
COUNTY OF SEDGWICK) ss:

BE IT REMEMBERED that on this ____ day of June, 2013, before me, a notary public in and for said County and State, came James Skelton and Kelly B. Arnold, Chairman of the Board of County Commissioners and County Clerk, respectively, of Sedgwick County, Kansas, who are personally known to me to be the same persons who executed, as such officers, the within instrument on behalf of said County, and such persons duly acknowledged the execution of the same to be the act and deed of said County.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year last above written.

Notary Public

My Appointment Expires:
