

PURCHASER'S SCHEDULES

SCHEDULE 1.4.13 **(Rights of Lenders Superior to Seller's Security Interest)**

The Parties agree that the following types of security shall take priority over the security interest of the Seller:

1. Any liens or ownership interests or leases granted to third parties in connection with the financing to purchase of the Assets from Seller.
2. Any liens granted to third parties in connection with the obtaining of Purchaser's working capital.
3. Any liens granted to third parties in connection with the purchase of any new equipment for the Hospital Businesses.
4. Any liens granted on the Real Property in order to upgrade the Real Property upon which the lien is granted.
5. Purchaser's right to sell or lease, free from the security interest in favor of Seller, any Assets which Purchaser is obligated to sell or lease, as applicable, pursuant to any pre-existing agreements of Seller assumed by Purchaser.
6. Purchaser's right to seek the release of any other Assets from the security interest in favor of Seller, pursuant to commercially reasonable release terms, in the event of sale of any of the Assets in return for fair value consideration or in the ordinary course of; provided, however, Seller's security interest shall attach to proceeds of any such sale.

SCHEDULE 1.5.11
(Pre-Closing Milestones)

Date	Event
(i) Within 30 days of Amendment Effective Date	Provide evidence from lenders or capital sources in compliance with Section 6.9 of the Amended Agreement.

SCHEDULE 3
(Exceptions to Purchaser's Representations & Warranties)

The Chapter 9 Proceeding.

SCHEDULE 3.1
(Purchaser's Organizational Chart)

1. Matthew Cutler is the sole current manager of, and the chief executive officer of, Purchaser and Purchaser currently has no other officers. Select HealthCare Solutions, LLC is currently the sole Member of Purchaser; provided, however, that Purchaser expects to undertake the reorganization plan prior to Closing as addressed at Section 3.9 of the Agreement.
2. Matthew Cutler is the sole manager, officer and owner of Select HealthCare Solutions, LLC.

SCHEDULE 3.5
(Brokers and Finders)

None.

SCHEDULE 3.7
(Legal Proceedings – Purchaser)

. The following case:

Case Number	Case Type	Date	Filing Office	Plaintiff(s)	Defendant(s)
481584	Civil	9/26/07	Riverside County Superior Court – Riverside	-Hospital Defense League -Howard Tounget -Ken Chambers -Carmen Kritzer	-Valley Health System -William Cherry -Tom Wilson -Patrick Searl -Darren Magness -Amelia Hippert -Rod Tolliver

2. The Chapter 9 Proceeding.