

Overview of the Ambulatory Surgical Center Market

July 2009

Brocair Partners Industry Survey Series

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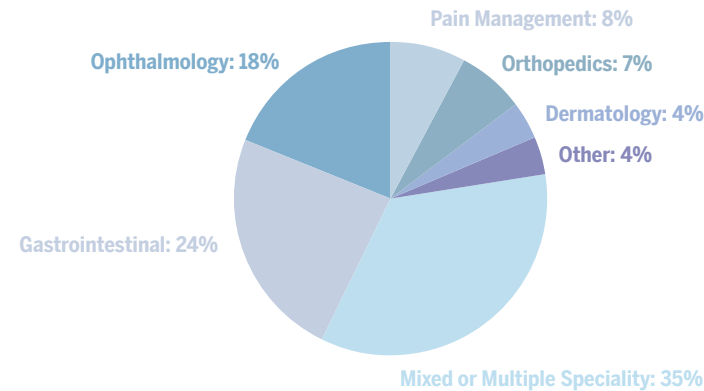
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1. Market Overview

Ambulatory Surgery Centers, also known as ASCs, are facilities that perform surgeries which do not require hospitalization. 35% of facilities are multi-specialty providers that perform a mix of surgical services; the rest are solely dedicated to a specific type of surgery, such as ophthalmology or gastroenterology.¹



* Includes: ENT; Urology; Obstetrics; Vascular; General Surgery; Pulmonary; etc.

In the U.S. over 22 million procedures are performed annually², at one of over 5,000 ASCs.³ ASCs are highly regulated in the U.S.: 43 states require ASCs to be licensed⁴ and specify criteria with which ASCs must comply, the Centers for Medicare and Medicaid (CMS) also certifies ASCs in the U.S. State and federal authorities review ASCs regularly to ensure compliance with standards.

In 1982, CMS agreed to pay reimbursements for surgeries performed at ASCs. Today over 2,400 procedures have been approved for reimbursement when performed at an ASC.⁵ Significant cost reductions can be achieved when patients do not require overnight care in a hospital. However, CMS also pays lower reimbursements for procedures performed at an ASC versus a hospital.

¹ An Analysis of Recent Growth of Ambulatory Surgical Centers, KnG Health Consulting, June 5, 2009.

² Ambulatory Surgery Center Association.

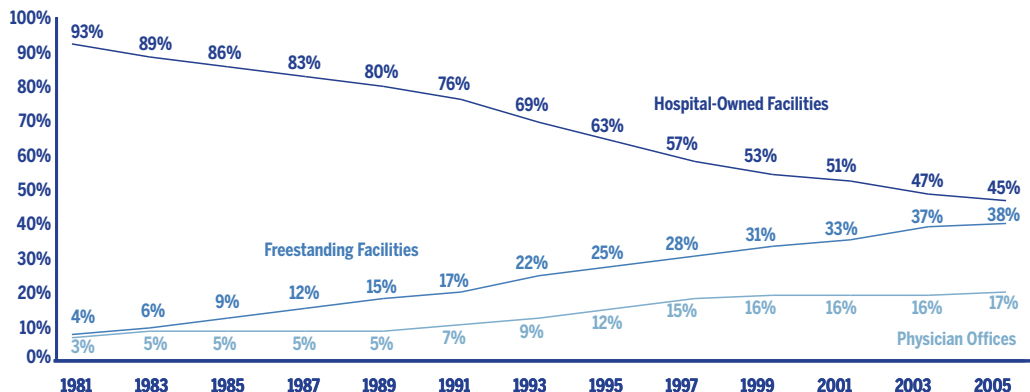
³ An Analysis of Recent Growth of Ambulatory Surgical Centers, KnG Health Consulting, June 5, 2009.

⁴ Ambulatory Surgery Center Association.

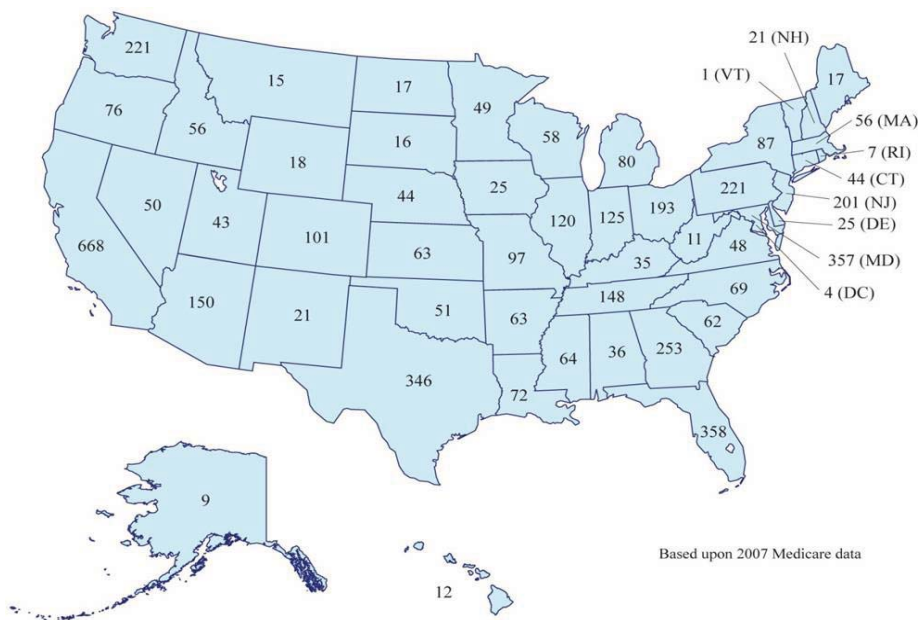
⁵ Ambulatory Surgery Center Association.

1. Market Overview (cont'd)

Since the early 1980s, there has been a continued shift away from surgery performed at a hospital to outpatient surgery at ASCs.



The variability of state laws and regulations are clearly illustrated in the number of ASCs per state. As shown below, New York has only 87 ASCs, versus 201 in New Jersey and 253 in Georgia.



2. ASC Selected Competitive Matrix



Table 1: Selected ASC Companies Matrix by Specialty

Companies	Multi-Specialty	GI	Eye Care	Orthopedics	Pain	Derm	Other	U.S.	Outside U.S.
Advanced Pain Management, SC									
AmSurg Corp.									
Bariatric Partners, Inc.									
Blue Chip Surgical Center Partners							Neurosurgery, ENT, Urology, Podiatry		
Cirrus Group, LLC									
Community Care, Inc.									
Community Health Systems, Inc.									
Corporación Dermoestética, S.A.									Spain, Portugal, U.K.
Eiffelhoehen-Klink AG							Therapy, Neurology, Cardiovascular		Germany
Foundation Surgery Affiliates, Inc.									
HealthMark Partners, Inc.									
Healthway Medical Corporation							Dental, ENT		Singapore, China
IASIS Healthcare Corporation									
IntegraMed America							Fertility, Vascular		
LCA Vision									
MedCath Corporation							Cardiovascular		
Medical Facilities Corp.									
Medi-Clinic Corporation Limited							Cardiovascular, Neurology		South Africa, Switzerland, U.A.E.
Meridian Surgical Partners, LLC									
Memira AB									Sweden

2. ASC Selected Competitive Matrix (cont'd)



Companies	Multi-Specialty	GI	Eye Care	Orthopedics	Pain	Derm	Other	U.S.	Outside U.S.
National Surgical Care, Inc.									
National Surgical Hospitals, Inc									
NewHope Bariatrics, Inc.									
Nordic Vision Clinics AS									Sweden, Norway
Northstar Healthcare Inc.									
NovaMed Inc.									
Physicians Endoscopy L.L.C									
Practice Partners in Healthcare, Inc.									
Refac Optical Group									
Resurgence Health Group, LLC									
Surgical Care Affiliates									
Surgical Health Group, LLC									
Symbion Inc.									
Terveystalo Healthcare Oyj									Finland
TLC Vision Corp.									Canada
Ultralase Limited									U.K.
United Surgical Partners Europe, S.L.							Cardiovascular, Neurology, Urology, ENT		Spain, Portugal, Morocco
United Surgical Partners Int'l, Inc.							ENT, Gynecology		U.K.
Universal Health Services Inc.									
Vanguard Health Systems Inc.									

3. Profiles of Select Participants in the Ambulatory Surgical Center Market

Company & Description	Key Financial Data						
 <p>Location: Nashville, TN</p> <ul style="list-style-type: none"> • AmSurg Corp., founded in 1992, engages in the development, acquisition and operation of ambulatory surgery centers in partnership with physician practice groups. • The company's surgery centers perform colonoscopy and other endoscopy procedures in the area of gastroenterology; cataracts and retinal laser surgery in the area of ophthalmology and knee and shoulder arthroscopy and carpal tunnel repair in the area of orthopedics. • As of December 31, 2008 the company owned interests in 189 surgery centers in 32 states and the District of Columbia. • Amsurg markets its surgery centers directly to patients, referring physicians and third-party payors. 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	\$320.4	\$373.2	\$445.2	\$489.4	\$618.5	\$590.2
	Sales growth		16.5%	19.3%	9.9%	26.4%	NM
	EBITDA	\$135.2	\$154.6	\$173.8	\$188.5	\$229.4	\$235.6
	EBITDA Margin	42.2%	41.4%	39.0%	38.5%	37.1%	39.9%
	Market Cap	\$630.0					
	Enterprise Value*	\$954.1					
	FYE: December 31st LTM: March 31st, 2009						
 <p>Location: Franklin, TN</p> <ul style="list-style-type: none"> • Community Health Systems, Inc., founded in 1985, provides healthcare services through the operation of hospitals. CHS operates in 28 states. • The company offers a wide array of not only general, but specialized hospital healthcare services. The services include: general acute care services, emergency room services, general and specialty surgery, critical care, internal medicine, obstetrics and diagnostic services. • CHS will own or partner with physicians, physician practices, imaging centers and ambulatory surgery centers. • As of December 31, 2008 the company owned or leased 118 hospitals with an average of 17,245 licensed beds in non-urban and selected urban markets. • CHS owns and operates four home care agencies. 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	\$3,203.5	\$3,576.1	\$4,180.1	\$7,063.8	\$10,840.1	\$11,043.6
	Sales growth		11.6%	16.9%	69.0%	53.5%	NM
	EBITDA	\$494.1	\$564.6	\$564.3	\$789.8	\$1,482.7	\$1,507.9
	EBITDA Margin	15.4%	15.8%	13.5%	11.2%	13.7%	13.7%
	Market Cap	\$2,401.7					
	Enterprise Value*	\$11,362.8					
	FYE: December 31st LTM: March 31, 2009						



*Enterprise Value (EV) = Market Capitalization - cash & equivalents + debt + minority interest + preferred shares
Market Capitalization and Enterprise Value as of 7/13/2009.

3. Profiles of Select Companies (cont'd)

Company & Description	Key Financial Data						
 <p>Location: Valencia, Spain</p> <ul style="list-style-type: none"> • Founded in 1979, Corporacion Dermoestetica, S.A. provides aesthetic and medical-aesthetic services in Spain, Portugal, Italy, and the United Kingdom. • The company's medical aesthetic and cosmetic surgery solutions cover cosmetic surgery and aesthetic medicine. Its services also cover obesity (comprised of personalized diets and intragastric balloon procedures), hair treatments and hair transplants, odontology, ocular laser surgery, and cosmetics. • As of December 31, 2008, the company's network includes 54 centers in Spain and Portugal, and 17 centers in the United Kingdom. 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	\$98.4	\$128.0	\$113.4	\$117.0	\$76.4	\$64.0
	Sales growth		30.1%	NM	3.2%	NM	NM
	EBITDA	\$13.4	\$10.2	\$9.3	\$18.0	(\$10.9)	(\$14.6)
	EBITDA Margin	13.6%	8.0%	8.2%	15.4%	NM	NM
	Market Cap	\$221.4					
	Enterprise Value*	\$37.3					
	FYE: December 31st LTM: March 31, 2009						
 <p>Location: Nettersheim, Germany</p> <ul style="list-style-type: none"> • Eifelhoehen-Klinik AG is a Germany-based company engaged in the operation of facilities for physical rehabilitation and treatment of acute medical conditions. • It operates three clinics in northwestern Germany - Eifelhoehen-Klinik, a facility with 364 beds, specializes in rehabilitation and various types of therapy; Kaiser-Karl-Klinik, a facility with 124 beds, is divided into Orthopedics, Internal Medicine and Geriatrics divisions; Aatalklinik Wuennenberg, a facility with 39 beds, and an ambulatory surgery center focusing on urology and neurosurgery. 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	\$52.8	\$43.6	\$48.7	\$55.9	\$54.3	\$54.3
	Sales growth		NM	11.7%	14.7%	(2.8%)	(2.8%)
	EBITDA	\$6.1	\$4.4	\$4.7	\$6.2	\$6.0	\$6.0
	EBITDA Margin	11.6%	10.0%	9.7%	11.1%	11.1%	11.1%
	Market Cap	\$12.2					
	Enterprise Value*	\$30.2					
	FYE: December 31st LTM: December 31st, 2008						



*Enterprise Value (EV) = Market Capitalization - cash & equivalents + debt + minority interest + preferred shares
Market Capitalization and Enterprise Value as of 7/13/2009.

3. Profiles of Select Companies (cont'd)

Company & Description	Key Financial Data						
 <p>Location: Singapore, Singapore</p> <ul style="list-style-type: none"> Healthway Medical Corporation Limited, founded in 1990, provides healthcare services in Singapore. The company operates approximately 80 clinics, medical centers, ambulatory surgery centers, and dental surgery centers under various brand names. Healthway Medical also provides products and services related to wellness and beauty. 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	NA	NA	\$13.2	\$29.7	\$56.2	\$58.1
	Sales growth		NA	NA	124.7%	89.1%	NM
	EBITDA	NA	NA	\$0.6	\$4.6	\$11.4	\$12.6
	EBITDA Margin	NA	NA	4.9%	15.4%	20.2%	21.8%
	Market Cap	\$93.8					
	Enterprise Value*	\$119.4					
	FYE: December 31st LTM: March 31st, 2009						
 <p>Location: Purchase, NY</p> <ul style="list-style-type: none"> IntegraMed America, Inc., founded in 1985, is a specialty healthcare company offering products and services to patients as well as providers in the fertility and vein care segments. As of December 31, 2008, the company operated a network of 33 contracted fertility centers throughout the United States. IntegraMed's consumer services segment offers products directly to fertility patients. The company offers its Shared Risk Refund program under the Attain IVF name along with financing programs. The company operates 22 fertility clinics throughout the U.S. The Vein Clinics segment operates 32 clinics located in 12 states and provide treatment for patients suffering from vein related disorders. 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	\$107.7	\$128.8	\$125.8	\$151.2	\$197.4	\$204.1
	Sales growth		19.7%	NM	20.1%	30.6%	NM
	EBITDA	\$6.3	\$8.0	\$8.4	\$10.4	\$14.2	\$14.6
	EBITDA Margin	5.8%	6.2%	6.7%	6.9%	7.2%	7.2%
	Market Cap	\$68.3					
	Enterprise Value*	\$73.5					
	FYE: December 31st LTM: March 31st, 2009						



*Enterprise Value (EV) = Market Capitalization - cash & equivalents + debt + minority interest + preferred shares
Market Capitalization and Enterprise Value as of 7/13/2009.

3. Profiles of Select Companies (cont'd)

Company & Description	Key Financial Data						
 <p>Location: Cincinnati, OH</p> <ul style="list-style-type: none"> LCA - Vision Inc. was founded in 1995. The company provides fixed-site laser vision correction services under the LasikPlus brand. The facilities offer laser vision correction procedures to correct near-sightedness, farsightedness and astigmatism. As of December 31, 2008, the company operated 75 LasikPlus fixed-site laser vision centers in the United States and operated a joint venture in Canada. In March 2009, a dissident investment group led by founder Dr. Stephen Joffe ended its attempt to replace the company's board and management after a number of proxy advisory firms recommended that shareholders vote to retain current leadership. 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	\$120.4	\$145.7	\$193.4	\$250.8	\$293.5	\$173.5
	Sales growth		21.0%	32.8%	29.7%	17.0%	NM
	EBITDA	\$25.2	\$39.9	\$42.1	\$50.4	\$54.1	(\$0.1)
	EBITDA Margin	20.9%	27.4%	21.8%	20.1%	18.4%	NM
	Market Cap	\$66.0					
	Enterprise Value*	\$23.9					
FYE: December 31st							
LTM: March 31st, 2009							
 <p>Location: Toronto, ON</p> <ul style="list-style-type: none"> Medical Facilities Corp. was founded in 2004. The company owns and operates specialty hospitals and ambulatory surgical centers. MFC's specialty facilities offer clinical, surgical, imaging and diagnostic procedures in the areas of neurosurgery, pain management, orthopedic surgery and podiatry. MFC's ASCs offer outpatient surgical procedures in the areas of general surgery, gastroenterology, gynecology, otolaryngology and plastic surgery. As of March 20, 2009 the company owned four surgical hospitals and two ASCs. 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	\$96.0	\$122.0	\$148.5	\$168.8	\$199.4	\$200.2
	Sales growth		27.1%	21.8%	13.6%	18.1%	NM
	EBITDA	\$44.1	\$50.6	\$57.8	\$67.5	\$80.7	\$80.3
	EBITDA Margin	45.9%	41.5%	38.9%	40.0%	40.5%	40.1%
	Market Cap	\$197.3m					
	Enterprise Value*	\$316.8m					
FYE: December 31st							
LTM: March 31st, 2009							



*Enterprise Value (EV) = Market Capitalization - cash & equivalents + debt + minority interest + preferred shares
Market Capitalization and Enterprise Value as of 7/13/2009.

3. Profiles of Select Companies (cont'd)

Company & Description	Key Financial Data						
 <p>Location: Chicago, IL</p> <ul style="list-style-type: none"> NovaMed Inc. founded in 1995, operates ASCs in joint ownership with physicians. The company's physicians perform various surgical procedures in the areas of ophthalmology, pain management, gastroenterology, urology, otolaryngology (ENT), plastic surgery and gynecology. In addition, the company owns and operates optical laboratories, which manufacture and distribute corrective lenses and eyeglasses to both affiliated and non-affiliated ophthalmologists and optometrists. NovaMed offers management services to eye care practices pursuant to long-term service agreements. As of March 15, 2009 NovaMed operated 37 ASCs in 19 states. 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	\$63.6	\$78.4	\$104.3	\$128.6	\$141.2	\$145.7
	Sales growth		23.2%	33.0%	23.4%	9.8%	NM
	EBITDA	\$13.3	\$18.7	\$26.5	\$35.8	\$40.2	\$41.6
	EBITDA Margin	20.9%	23.8%	25.4%	27.9%	28.5%	28.6%
	Market Cap	\$92.6					
	Enterprise Value*	\$232.6					
FYE: December 31st							
LTM: March 31st, 2009							
 <p>Location: Nashville, TN</p> <ul style="list-style-type: none"> Symbion, Inc., owns and operates short stay surgical facilities which include ambulatory surgery centers and surgical hospitals. The company's facilities provide non-emergency surgical procedures which include the following disciplines: orthopedic, gynecology, general surgery, ear, nose and throat, pain management, gastrointestinal, plastic surgery and ophthalmology. Additional procedures provided by the company include: diagnostic imaging, pharmacy, laboratory and obstetrical services. The company owns and operates at least 50 surgical facilities, including 47 ambulatory surgery centers, and 3 hospitals, and also manages 9 surgical facilities. 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	\$213.0	\$241.9	\$285.4	\$304.3	\$331.9	\$336.8
	Sales growth		13.6%	18.0%	6.6%	9.1%	NM
	EBITDA	\$51.9	\$67.8	\$75.1	\$70.2	\$78.7	\$80.6
	EBITDA Margin	24.4%	28.0%	26.3%	23.1%	23.7%	23.9%
	Market Cap	privately held					
	Enterprise Value*	privately held					
FYE: December 31st							
LTM: March 31st, 2009							



*Enterprise Value (EV) = Market Capitalization - cash & equivalents + debt + minority interest + preferred shares
Market Capitalization and Enterprise Value as of 7/13/2009.

3. Profiles of Select Companies (cont'd)

Company & Description	Key Financial Data						
 <p>Location: Helsinki, Finland</p> <ul style="list-style-type: none"> • Terveystalo Healthcare Oyj, formerly known as Suomen Terveystalo Oyj, operates through three segments: Occupational Healthcare, Clinics and Hospitals, and Diagnostics. • The Occupational Healthcare segment offers preventive occupational healthcare, test, procedure, and auxiliary services that cover over 380,000 individuals, making it the market leader in Finland. • The Clinics and Hospitals segment provides general practitioner and specialist services, and the most extensive private surgery network in Finland. It also provides hospital services through approximately 2,000 practicing doctors and clinic hospitals. • The Diagnostics segment is the Finnish market leader in laboratory, imaging and mobile imaging, and screening services through fixed and mobile MRI units. 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	\$59.4	\$77.6	\$117.2	\$205.5	\$293.6	\$284.9
	Sales growth		30.6%	51.1%	75.3%	42.9%	NM
	EBITDA	\$7.0	\$12.7	\$14.0	\$20.5	\$35.9	\$36.1
	EBITDA Margin	11.8%	16.4%	12.0%	10.0%	12.2%	12.7%
	Market Cap	\$225.5					
	Enterprise Value*	\$435.7					
	FYE: December 31st LTM: March 31st, 2009						
 <p>Location: Mississauga, ON</p> <ul style="list-style-type: none"> • TLC Vision Corp. founded in 1993, provides refractive center, eye care and doctor services. • The company operates in six segments: <ul style="list-style-type: none"> - Refractive Centers; - Mobile Cataract; - Refractive Access; - Other: interests in surgical refractive practices and general ASCs; - Optometrist Franchising; - Age-Related Macular Degeneration (AMD) - holds interest in Occulogix. • The company was formerly known as TLC Laser Eye Centers Inc. and changed its name to TLC Vision Corporation in May 2002. 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	\$207.3	\$253.1	\$266.6	\$282.6	\$306.4	\$254.7
	Sales growth		22.1%	5.3%	6.0%	8.4%	NM
	EBITDA	\$26.5	\$42.3	\$25.2	\$38.4	\$31.0	\$19.1
	EBITDA Margin	12.8%	16.7%	9.4%	13.6%	10.1%	7.5%
	Market Cap	\$9.2					
	Enterprise Value*	\$129.7					
	FYE: December 31st LTM: March 31st, 2009						


*Enterprise Value (EV) = Market Capitalization - cash & equivalents + debt + minority interest + preferred shares
Market Capitalization and Enterprise Value as of 7/13/2009.

3. Profiles of Select Companies (cont'd)

Company & Description	Key Financial Data						
 Universal Health Services, Inc. Location: King of Prussia, PA <ul style="list-style-type: none"> • Universal Health Services Inc., founded in 1978, owns and operates acute care hospitals, behavior health centers, surgical hospitals, ambulatory surgery centers and radiation oncology centers. • The surgery centers provide general and specialty surgery. • As of February 26, 2009, the company owned and operated 6 surgery centers in 6 states and Puerto Rico. 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	\$3,637.5	\$3,935.5	\$4,124.7	\$4,683.2	\$5,022.4	\$5,056.9
	Sales growth		8.2%	4.8%	13.5%	7.2%	NM
	EBITDA	\$477.3	\$477.8	\$485.4	\$553.5	\$606.0	\$622.1
	EBITDA Margin	13.1%	12.1%	11.8%	11.8%	12.1%	12.3%
	Market Cap	\$2,377.0					
	Enterprise Value*	\$3,556.1					
	FYE: December 31st LTM: March 31st, 2009						
 United Surgical Partners International Location: King of Prussia, PA <ul style="list-style-type: none"> • Founded in 1998, United Surgical Partners International, Inc. owns and operates short stay surgical facilities in the United States and the United Kingdom. • The company's surgical facilities provide orthopedics, oncology, gynecology, cosmetic surgery, ear-nose-throat, endoscopy, and general surgery, as well as pain management, gastrointestinal, and other treatments. • As of December 31, 2008, United Surgical Partners operated 164 facilities (161 in the U.S. and 3 in the U.K.). 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	\$383.2	\$465.3	\$567.4	\$643.8	\$642.2	\$634.0
	Sales growth		21.4%	21.9%	13.5%	NM	NM
	EBITDA	\$115.4	\$140.8	\$162.4	\$167.4	\$189.5	\$192.1
	EBITDA Margin	30.1%	30.2%	28.6%	26.0%	29.5%	30.3%
	Market Cap	privately held					
	Enterprise Value*	privately held					
	FYE: December 31st LTM: March 31st, 2009						

*Enterprise Value (EV) = Market Capitalization - cash & equivalents + debt + minority interest + preferred shares
Market Capitalization and Enterprise Value as of 7/13/2009.

3. Profiles of Select Companies (cont'd)

Company & Description	Key Financial Data						
 <p>Location: Nashville, TN</p> <ul style="list-style-type: none"> Vanguard Health Systems, Inc., founded in 1997, owns and operates acute care hospitals and outpatient facilities throughout the United States. The company's facilities offer patients a wide array of services, including internal medicine, general surgery, cardiology, oncology, neurosurgery, orthopedics, obstetrics, diagnostic and emergency services. In addition the company offers outpatient services at its imaging centers and ambulatory surgery centers. As of June 30, 2008 Vanguard operated two surgery centers in Orange County, California as well as 15 acute care hospitals offering related outpatient services in Texas, Arizona, Illinois and Massachusetts. 	\$ in millions	2004A	2005A	2006A	2007A	2008A	LTM
	Sales	\$1,924.4	\$2,478.9	\$2,471.7	\$2,672.6	\$2,953.8	\$3,086.2
	Sales growth		28.8%	NM	8.1%	10.5%	NM
	EBITDA	\$107.8	\$264.0	\$238.9	\$256.0	\$279.4	\$290.2
	EBITDA Margin	5.6%	10.6%	9.7%	9.6%	9.5%	9.4%
	Market Cap	privately held					
	Enterprise Value*	privately held					
	FYE: June 30th						
LTM: March 31st, 2009							

*Enterprise Value (EV) = Market Capitalization - cash & equivalents + debt + minority interest + preferred shares
Market Capitalization and Enterprise Value as of 7/13/2009.

4. Comparable Company Analysis - Ambulatory Surgical Centers

Company	Price	Price Range		EV*	Net Debt	Mkt Cap.	EV*/Net Sales			EV*/EBITDA			Price/Earning			Price/Sales		
		High	Low				'07	'08	LTM	'07	'08	LTM	'07	'08	LTM	'07	'08	LTM
AmSurg Corp.	\$20.55	\$28.93	\$12.23	\$954.1	\$246.5	\$630.0	1.8	1.8	1.5	4.7	4.6	4.0	17.1	16.6	13.5	1.5	1.4	1.0
Community Health Systems	\$25.97	\$36.81	\$10.47	\$11,362.8	\$8,575.5	\$2,401.7	1.8	0.9	1.0	16.4	6.9	7.5	113.8	6.2	11.1	0.5	0.1	0.2
Corporación Dermoestética	\$5.77	\$6.71	\$3.70	\$37.3	(\$175.8)	\$221.4	6.0	0.2	0.6	36.0	NM	NM	NM	1.2	NM	5.7	2.1	3.5
Eifelhoehen-Klinik AG	\$3.90	\$4.58	\$2.62	\$30.2	\$17.5	\$12.2	0.8	0.7	0.6	8.1	6.2	5.0	10.8	9.2	5.4	0.3	0.3	0.2
Healthway Medical Corp.	\$0.07	\$0.14	\$0.03	\$119.4	\$24.7	\$93.8	NA	1.9	2.1	NA	9.4	9.4	NA	6.0	9.3	NA	1.3	1.6
Integramed America Inc.	\$7.79	\$8.20	\$4.30	\$73.5	\$5.2	\$68.3	0.6	0.5	0.4	8.1	7.6	5.0	28.8	30.8	17.8	0.8	0.5	0.3
LCA-Vision Inc.	\$3.55	\$8.02	\$1.99	\$23.9	(\$42.0)	\$66.0	1.1	0.2	0.1	5.5	2.7	NM	12.0	NM	NM	1.3	0.4	0.4
Medical Facilities Corp.	\$6.95	\$8.01	\$4.42	\$316.8	\$170.4	\$197.3	3.4	2.0	2.0	8.6	5.0	5.0	NM	9.0	9.7	1.9	0.9	0.9
NovaMed Inc.	\$4.02	\$5.01	\$1.77	\$232.6	\$124.5	\$92.6	2.3	1.6	1.6	8.8	5.9	5.6	29.6	NM	9.9	1.6	0.8	0.6
Tervestalo Healthcare Oyj	\$2.78	\$2.81	\$0.72	\$435.7	\$198.7	\$225.5	2.0	1.0	1.5	19.9	7.9	12.1	NM	NM	NM	0.9	0.2	0.8
TLC Vision Corp.	\$0.18	\$1.43	\$0.08	\$129.7	\$104.7	\$9.2	1.3	0.6	0.5	9.5	5.5	6.8	29.8	NM	NM	1.3	0.2	0.0
Universal Health Services	\$48.41	\$69.25	\$30.43	\$3,556.1	\$938.1	\$2,377.0	1.0	0.9	0.7	8.3	7.7	5.7	13.4	17.9	11.8	0.7	0.7	0.5

High	6.0	2.0	2.1	36.0	9.4	12.1	113.8	30.8	17.8	5.7	2.1	3.5
Median	1.8	0.9	0.9	8.6	6.2	5.7	22.9	9.1	10.5	1.3	0.6	0.6
Mean	2.0	1.0	1.0	12.2	6.3	6.6	31.9	12.1	11.1	1.5	0.7	0.8
Low	0.6	0.2	0.1	4.7	2.7	4.0	10.8	1.2	5.4	0.3	0.1	0.0

*Enterprise Value (EV) = Market Capitalization - cash & equivalents + debt + minority interest + preferred shares
 All currency figures in USD. Price figures in actual dollars, EV, Net Debt, and Market Capitalization in millions.
 Market Capitalization and Enterprise Value as of 7/13/2009.

5. Credit Analysis - Ambulatory Surgical Centers

Company	Credit Rating S&P	Total Debt/EBITDA	Net Debt/EBITDA	EBITDA/Interest	Debt/Equity
		LTM	LTM	LTM	LTM
AmSurg Corp.	NR	1.2	1.0	25.0	0.6
Community Health Systems	B+	6.0	5.7	2.3	5.4
Corporación Dermoestética	NR	NM	NM	NM	0.2
Eifelhoehen-Klinik AG	NR	3.0	2.9	NM	0.8
Integramed America Inc.	NR	2.1	0.4	10.3	0.6
Healthway Medical Corp.	NR	4.2	2.0	12.3	0.5
LCA-Vision Inc.	NR	1.6	NM	NM	0.2
Medical Facilities Corp.	NR	2.5	2.1	2.5	4.2
NovaMed Inc.	NR	3.6	3.0	9.2	1.5
Symbion Inc.	B	5.8	5.1	1.8	2.3
Terveystalo Healthcare Oyj	NR	6.0	5.5	2.1	1.8
TLC Vision Corp.	CCC	4.0	5.5	1.8	NM
Universal Health Services	BBB-	1.6	1.5	11.8	0.6
United Surgical Partners Int'l.	B	5.8	5.0	2.4	1.4
Vanguard Health Systems.	B	5.8	4.3	2.4	2.6

High	6.0	5.7	25.0	5.4
Median	3.8	3.0	2.5	1.1
Mean	3.8	3.4	7.0	1.6
Low	1.2	0.4	1.8	0.2

6. Fixed Income Analysis - Ambulatory Surgical Centers

Company	Maturity	Security Type	Seniority	Coupon (%)	Offer Date	Outstanding (\$m)	Current Price	Current YTW* (%)	S&P Rating
Community Health Systems	7/15/2015	Corporate Debentures	Senior Unsecured	8.875	10/9/2007	3,021.03	98.50	9.206	B
Medical Facilities Corp.**	4/30/2013	Corporate Convertible	Subordinate	7.500	4/7/2008	37.10	100.00	7.500	NR
NovaMed Inc.	6/15/2012	Corporate Convertible	Senior Subordinate	1.000	6/21/2007	75.00	75.75	10.980	NR
Symbion Inc.	8/23/2015	Corporate PIK Bond	Senior Unsecured	11.00	11/13/2008	184.64	66.00	21.178	NR
United Surgical Partners Int'l	5/1/2017	Corporate Debentures	Senior Subordinate	8.875	7/25/2007	240.00	91.00	10.597	CCC+
United Surgical Partners Int'l	5/1/2017	Corporate PIK Bond	Senior Subordinate	9.250	7/25/2007	200.00	83.00	12.752	CCC+
Universal Health Services	6/30/2016	Corporate Debentures	Senior Unsecured	7.125	6/27/2006	400.00	100.579	7.048	BBB-
Universal Health Services	11/15/2011	Corporate Debentures	Senior Unsecured	6.750	11/6/2001	200.00	103.954	4.941	BBB-
Vanguard Health Systems	10/1/2015	Corporate Debentures	Senior Unsecured	-	12/23/2004	216.00	97.25	11.391	CCC+
Vanguard Health Systems	10/1/2014	Corporate Debentures	Senior Subordinate	9.000	12/23/2004	575.00	96.00	9.999	CCC+

*Yield to Worst - The lowest potential yield that can be received on a bond without the default of the issuer. YTW calculations assume that if a bond has call or put provisions, that the issuer will prepay the obligation if market rates would permit the refinance of the debt at a lower coupon. The YTW is the lower of the yield to maturity or the yield to call.

**Trading information not available.

7. Comparable Transaction Analysis - Ambulatory Surgical Centers

Closing Date	Target	Buyer	Transaction Description	Total Trans. Value (\$m)	Enterprise Value (\$m)	EV*/Revenues	EV*/EBITDA
7/6/2009	United Surgical Partners Europe, S.L.	Barclays Capital and Royal Bank of Scotland	Barclays and Royal Bank of Scotland refinanced the debt of United Surgical Partners, in exchange of which Barclays and Royal Bank of Scotland assumed more than 65% control of United Surgical Partners. The deal cut United Surgical Partners's debt from €500 million to €250 million.	NA	NA	NA	NA
3/18/2009	Andonord Ambulatory Surgery Center	Noalys	Andonord Ambulatory Surgery Center is a healthcare services facility. Noalys acquired a 50% stake in Andonord Ambulatory Surgery Center.	NA	NA	NA	NA
9/22/2008	Northwest Neurospine Institute LLC	Meridian Surgical Partners, LLC	Northwest Neurospine Institute LLC operates as an ambulatory surgery center. It specializes in spine surgeries. Meridian Surgical Partners acquired Northwest Neurospine Institute LLC.	NA	NA	NA	NA
8/28/2008	Independent Imaging and Ambulatory-Surgery Centers in Roanoke	Carilion Health System	A group of independent imaging and ambulatory-surgery centers in Roanoke, Virginia, was acquired by Carilion Health System. Carilion Health System purchased a 100% ownership stake in the transaction.	NA	NA	NA	NA
7/2/2008	Interventional Pain Management Center L.L.C.	NovaMed Inc. (NasdaqGS:NOVA)	Interventional Pain Management Center L.L.C. owns and operates ambulatory surgery centers. The company is based in Baton Rouge, Louisiana. NovaMed acquired a 51% ownership stake in the transaction.	NA	NA	NA	NA
6/3/2008	Symbion Inc.	Merrill Lynch, Pierce, Fenner & Smith Incorporated, Banc of America Securities LLC, and Greenwich Capital Markets, Inc	Symbion Inc. raised \$179,937,000 in funding. The company issued senior pay in kind toggle notes according to Rule 144A. The notes carry a coupon rate of 11%/11.75% and will mature in 2015. Merrill Lynch, Pierce, Fenner & Smith Incorporated, Banc of America Securities LLC, and Greenwich Capital Markets, Inc were the initial purchasers for the company. Symbion Inc. will use the proceeds to repay its outstanding bridge credit facility.	\$179.9	NA	NA	NA
5/29/2008	Universal Health Services Inc. (NYSE:UHS)	NA	Universal Health Services raised \$151.1 million in fixed income debt with the proceeds allocated to repayment of outstanding debt, general corporate purposes and working capital. The stated coupon rate was 7.125% with a maturity date of June 30, 2016.	\$151.1	NA	NA	NA
4/30/2008	Advanced Pain Management, SC	Excellere Partners	Excellere Partners acquired Advanced Pain Management, S.C for \$86 million in cash. Excellere will treat Advanced Pain Management as a platform investment.	\$86.0	\$86.0	NA	NA
4/24/2008	Alliance Surgery, Inc.	HealthMark Partners, Inc.	Alliance Surgery, Inc. owns, develops, and operates ambulatory surgery centers (ASC) and specialty surgical hospitals (SSH). HealthMark Partner acquired a 100% interest in Alliance Surgery, which now operates as a subsidiary of HealthMark Partners, Inc.	NA	NA	NA	NA

*Enterprise Value (EV) = Market Capitalization - cash & equivalents + debt + minority interest + preferred shares

7. Comparable Transaction Analysis - Ambulatory Surgical Centers (cont'd)

Closing Date	Target	Buyer	Transaction Description	Total Trans. Value (\$m)	Enterprise Value (\$m)	EV*/Revenues	EV*/EBITDA
3/3/2008	Physicians' Surgical Center, Ltd.	Meridian Surgical Partners, LLC	Meridian Surgical Partners, LLC along with the management investor agreed to acquire a majority interest in Physicians Surgical Center.	\$4.0	NA	NA	NA
2/14/2008	Ultralase Limited	3i Group plc (LSE:III)	3i Group Plc (LSE: III) acquired Ultralase Limited from Corporación Dermoestética (CATS: DERM) for £174.5 million in cash.	\$347.3	\$347.3	NA	NA
1/8/2008	Surgery Center of Newport Coast, Inc.	Medical Facilities Corp.	Medical Facilities Corp. purchased a 51% stake in Surgery Center of Newport Coast, LLC for \$29 million in cash. Medical Facilities has secured a \$100 million one year acquisition credit facility with a consortium of Canadian banks.	\$29.0	\$56.9	4.9x	NA
12/31/2007	One ASC owned by TLC Vision Corporation	NA	TLC Vision sold an ASC that offers eye surgery services.	NA	NA	NA	NA
11/20/2007	Nordic Eye Surgery Group	Norvestor Equity AS	Norvestor Equity AS acquired a 50% stake in Globen Ögonklinik, the Swedish eye surgery clinic, and its Norwegian peers, Argus Öjeklinikk and Sandvika Öjelegesenter. Argus Öyeklinikk, Sandvika Öyelegesenter and Globen Ögonklinik combined to form Nordic Eye Surgery Group.	NA	NA	NA	NA
10/26/2007	Klinik Hirslanden AG	Medi-Clinic Corp. Ltd. (JSE:MDC)	Medi-Clinic Corp. Ltd. acquired Hirslanden Holding from BC Partners for CHF 3.6 billion in cash, including CHF 2.85 billion for the issued share capital and CHF 754 million for the debt. Klinik Hirslanden AG operates clinics and outpatient centers in Switzerland.	\$2,893.0	\$2,893.0	3.7x	16.3x
10/1/2007	Memira AB	Investor Growth Capital	Investor Growth Capital AB acquired a 40% stake in Memira AB for SEK 175 million.	\$271.5	\$67.89	NA	NA
8/23/2007	Symbion Inc.	Crestview Partners, L.P.	Crestview Partners purchased a 100% stake in Symbion and assumed \$140 million of debt in a take-private transaction.	\$662.6	\$636.8	2.0x	8.3x
8/8/2007	Vein Clinics of America, Inc.	Integramed America Inc. (NasdaqGM:INMD)	IntegraMed America, Inc. acquired Vein Clinics Of America, Inc. (VCA) for \$30.5 million. The consideration was in cash, stock, assumed debt, and additional earnout payments.	\$30.5	\$30.5	NA	NA

*Enterprise Value (EV) = Market Capitalization - cash & equivalents + debt + minority interest + preferred shares

7. Comparable Transaction Analysis - Ambulatory Surgical Centers (cont'd)

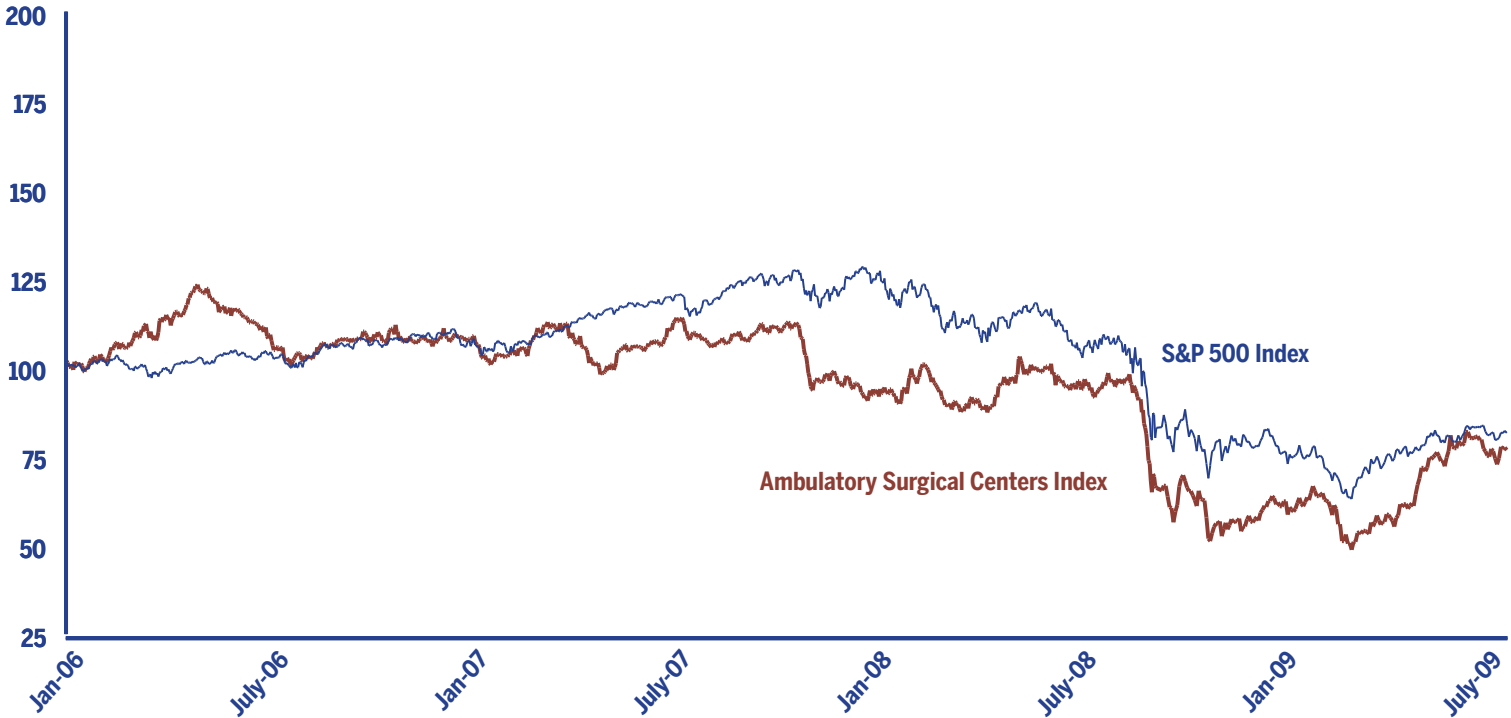
Closing Date	Target	Buyer	Transaction Description	Total Trans. Value (\$m)	Enterprise Value (\$m)	EV*/Revenues	EV*/EBITDA
6/29/2007	Surgical Care Affiliates	Texas Pacific Group	Texas Pacific Group completed the acquisition of the Surgery Division from HealthSouth Corp. The TPG acquisition included \$920 million in cash and a future consideration of equity stake of \$25 million in a newly formed company that will operate the surgery business.	\$945.0	\$945.0	NA	NA
6/25/2007	Triad Hospitals Inc.	Community Health Systems, Inc. (NYSE:CYH)	Community Health Systems acquired Triad Hospitals, a provider of healthcare services through hospitals and ambulatory surgery centers, for a consideration of \$4.95 billion in cash. Community Health Systems also assumed the debt of Triad Hospitals.	\$6,995.0	\$ 6,786.4	1.2x	9.9x
6/1/2007	Surgery Center of Kalamazoo	Novamed Inc. (NasdaqGS:NOVA)	NovaMed acquired a 62.5% stake in Surgery Center of Kalamazoo from Cataract & Laser Center Partners, L.L.C. for \$24.6 million in cash.	\$24.6	\$41.0	4.7x	9.8x
5/17/2007	Northstar Healthcare Inc.	IPO	The company conducted an IPO and used the proceeds to acquire all of the Acquisitions Class A Units, all of the Acquisitions Preferred Units and Acquisitions Common Units of Northstar Subco.	\$148.7	NA	NA	NA
4/19/2007	United Surgical Partners International Inc.	Welsh, Carson, Anderson & Stowe	Welsh, Carson, Anderson & Stowe acquired United Surgical Partners International for \$1.45 billion in cash in a take-private transaction. Holders of United Surgical Partners equity received \$31.05 per share with Welsh, Carson assuming approximately 3.5 million options valued at \$58.86 million, being the difference of offer price and exercise price (\$14.09).	\$1,867.0	\$1,835.2	3.2x	9.4x
2/23/2007	Refac Optical Group	Palisade Capital Management LLC	Palisade Capital acquired the remaining 10% stake it did not own in Refac Optical Group for \$10.7 million in cash. Palisade will pay \$6 a share and the transaction was effected through a short-form merger.	\$10.7	\$106.7	NA	NA
1/22/2007	St. Peters Ambulatory Surgery Center	NovaMed Inc. (NasdaqGS:NOVA)	St. Peters Ambulatory Surgery Center operates as a surgical center. It performs various surgeries, including procedures in orthopedics; pain management; ear, nose, and throat; and podiatry. NovaMed acquired a 54% stake in the company, which is based in St. Peters, Missouri.	NA	NA	NA	NA
1/4/2007	NovaMed Ambulatory Surgery Center of Missouri	NovaMed Inc. (NasdaqGS:NOVA)	NovaMed Ambulatory Surgery Center of Missouri is a multi-specialty healthcare surgical facility that offers ambulatory surgical services to the patients. Novamed purchased 54%.	NA	NA	NA	NA

High	4.9	16.3
Median	3.5	9.8
Mean	3.3	10.7
Low	1.2	8.3

*Enterprise Value (EV) = Market Capitalization - cash & equivalents + debt + minority interest + preferred shares

8. Ambulatory Surgical Centers Index

An index comprised of ASC stocks has largely tracked the broad market since the middle of this decade. Stocks are up significantly from the first of the year (45%), but are still at valuations 26% below the start of 2006.



Ambulatory Surgical Centers Index includes: Amsurg Corp., Community Health Systems, Inc., Corporacion Dermoestetica, Eifelhoehen-Klinik AG, Healthway Medical Corporation Limited, Integramed America, Inc., LCA-Vision, Inc., NovaMed Inc., Terveystalo Healthcare Oyj, TLC Vision Corp., Universal Health Services, Inc. The index is weighted by market capitalization.

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10. Contact Information

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