

JEFFERSON HEALTH SYSTEM, INC.

ACTION BY UNANIMOUS WRITTEN CONSENT OF THE BOARD OF TRUSTEES

Resolved that the following actions and the execution and delivery of the following documents (collectively and individually, the "Closing Transactions") in connection with the consummation of AEHN's Separation from JHS are hereby **approved**, all to be effectuated upon and subject to Closing under the System Separation Agreement with AEHN ("Separation Agreement"):....

9. Amendment of the JHS bylaws to remove references to AEHN and the elimination of AEHN's four nominees or designees to the JHS Board:
10. Amendment of the JHS Bylaws and the RSAA to provide that the JHS Board shall consist of fourteen voting Trustees, specifically one voting Trustee, who shall be the JHS CEO, one voting Trustee nominated or designated by Magee, and four voting Trustees nominated or designated by each of FHCS, MLH and TJUH, both amendments to be effective upon Closing:....

Effective: September 30, 2008