

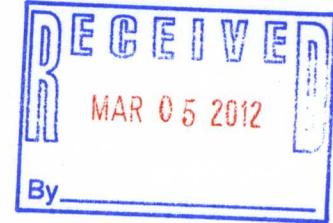
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March 1, 2012



Phyllis Powell, Acting Director
Planning, Development and Quality
Division of Licensing and Regulatory Services
Department of Health and Human Services
State House Station #11
41 Anthony Avenue
Augusta, Maine 04333-0011

**Re: DaVita Acquisition of Eastern Maine Medical Center
Dialysis Centers**

Dear Phyllis:

On behalf of Total Renal Care, Inc. ("TRC"), please accept this letter of intent requesting a ruling from the Department regarding the applicability of the Certificate of Need Program to the proposed acquisition of certain dialysis centers as described in more detail below.

TRC is a wholly owned subsidiary of DaVita Inc., a Fortune 500® company and leading provider of kidney care in the United States. TRC intends to acquire substantially all of the assets of Eastern Maine Medical Center ("EMMC") relating to EMMC's outpatient dialysis business, home dialysis program, and acute inpatient dialysis treatments rendered at EMMC's main hospital campus. More specifically, TRC intends to purchase substantially all of the assets of EMMC related to: (1) EMMC Boyd Dialysis Center, Bangor, Maine; (2) EMMC Ellsworth Dialysis Center, Ellsworth, Maine; (3) EMMC Lincoln Lakes Dialysis Center, Lincoln, Maine; (4) EMMC Home Dialysis (Boyd Center), Bangor, Maine; and (5) inpatient acute dialysis services at the EMMC main hospital campus.

The estimated capital expenditure associated with the asset purchase is more than ten million dollars (\$10,000,000.00). There will not, however, be any incremental increase in third year operating costs, and the acquisition will not materially impact the day-to-day operations of the dialysis centers and home dialysis program. Accordingly, TRC believes that this proposed acquisition should be subject to the simplified review and approval process described at 22 M.R.S.A. § 336(3).

TRC expects to submit its application for a Certificate of Need, if one is required, on or about thirty (30) days after submission of this letter of intent. TRC requests a technical assistance meeting with the Department to assist the Department in understanding the proposal

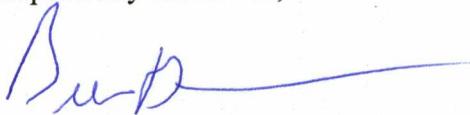
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and to receive guidance from the Department concerning the nature, extent, and format of the application, statistical data, and financial data required by the Department to evaluate the application.

We thank you in advance for your consideration of this proposal and look forward to working with you to bring this project to fruition.

Respectfully submitted,



Brett D. Witham, Esq.

BDW/rdl

cc: Kalim J. Chandler, Corporate Counsel
Karen Lovitch, Esq.