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August 17, 2010

Mr. Michael Constantino  
Chief Program Review Section  
Illinois Health Facilities & Services Review Board  
525 W. Jefferson Street  
Springfield, IL 62704

RE: Mercy Circle  
Project #10-044

By Fax (217-785-4111)

Dear Mike:

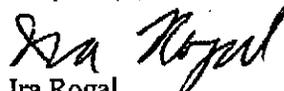
Mercy Circle is modifying its application. The only change to the clinical portion of the project is in the Source of Funds. The clinical portion of the project will now be funded entirely by debt and the fair market value of a lease. The cost of the non-clinical portion of the project increases by \$3,100,000 to \$54,330,000. That additional cost is being paid for with cash.

Enclosed are the following replacement pages for the application:

- Project Costs and Sources of Funds – page 6
- Availability of Funds – page 18
- Financial Viability – Ratios – page 19
- Itemization of Costs and Sources of Funds – pages 29-30
- Term Sheet for Sisters of Mercy Note – new page 125a
- Calculation of Ratios – page 128
- Annual Capital Cost – page 132

If you have any questions, or would like any additional information or documentation, feel free to contact me.

Very truly yours,

  
Ira Rogal

IR:khl  
Enc.

**RECEIVED**

AUG 17 2010

HEALTH FACILITIES &  
SERVICES REVIEW BOARD

**Project Costs and Sources of Funds**

Complete the following table listing all costs (refer to Part 1120.110) associated with the project. When a project or any component of a project is to be accomplished by lease, donation, gift, or other means, the fair market or dollar value (refer to Part 1130.140) of the component must be included in the estimated project cost. If the project contains non-reviewable components that are not related to the provision of health care, complete the second column of the table below. Note, the use and sources of funds must equal.

Project Costs and Sources of Funds			
USE OF FUNDS	CLINICAL	NONCLINICAL	TOTAL
Preplanning Costs	\$10,967	\$67,162	\$78,130
Site Survey and Soil Investigation	\$3,650	\$22,350	\$26,000
Site Preparation	\$292,410	\$1,790,663	\$2,083,073
Off Site Work	\$126,337	\$773,663	\$900,000
New Construction Contracts	\$4,007,106	\$24,538,707	\$28,545,813
Modernization Contracts	\$0	\$0	\$0
Contingencies	\$400,155	\$2,647,914	\$3,048,069
Architectural/Engineering Fees	\$248,561	\$3,806,729	\$4,055,290
Consulting and Other Fees	\$256,651	\$2,387,086	\$2,643,737
Movable or Other Equipment (not in construction contracts)	\$513,199	\$1,219,662	\$1,732,861
Bond Issuance Expense (project related)	\$100,445	\$615,105	\$715,550
Net Interest Expense During Construction (project related)	\$207,032	\$1,267,821	\$1,474,853
Fair Market Value of Leased Space or Equipment	\$0	\$0	\$0
Other Costs to be Capitalized	\$535,757	\$3,280,867	\$3,816,624
Acquisition of Building or Other Property (excluding land)	\$0	\$0	\$0
Leases (fair market value - property)	\$731,351	\$4,478,649	\$5,210,000
<b>TOTAL USES OF FUNDS</b>	<b>\$7,433,621</b>	<b>\$43,796,378</b>	<b>\$54,330,000</b>
SOURCE OF FUNDS	CLINICAL	NONCLINICAL	TOTAL
Subordinated Debt/Note - Sisters of Mercy	\$2,928,608	\$17,071,392	\$20,000,000
Cash - Sisters of Mercy	\$0	\$3,100,000	\$3,100,000
Gifts and Bequests	\$0	\$0	\$0
Bond Issuance (project related)	\$3,773,663	\$22,246,337	\$26,020,000
Mortgages	\$0	\$0	\$0
Leases (fair market value)	\$731,351	\$4,478,649	\$5,210,000
Governmental Appropriations	\$0	\$0	\$0
Grants	\$0	\$0	\$0
Other Funds and Sources	\$0	\$0	\$0
<b>TOTAL SOURCES OF FUNDS</b>	<b>\$7,433,622</b>	<b>\$43,796,378</b>	<b>\$54,330,000</b>
<b>NOTE: ITEMIZATION OF EACH LINE ITEM MUST BE PROVIDED AT ATTACHMENT-7, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.</b>			

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Revised

The following Sections **DO NOT** need to be addressed by the applicants or co-applicants responsible for funding or guaranteeing the funding of the project if the applicant has a bond rating of A- or better from Fitch's or Standard and Poor's rating agencies, or A3 or better from Moody's (the rating shall be affirmed within the latest 18 month period prior to the submittal of the application):

- Section 1120.120 Availability of Funds – Review Criteria
- Section 1120.130 Financial Viability – Review Criteria
- Section 1120.140 Economic Feasibility – Review Criteria, subsection (a)

**VIII. - 1120.120 - Availability of Funds**

The applicant shall document that financial resources shall be available and be equal to or exceed the estimated total project cost plus any related project costs by providing evidence of sufficient financial resources from the following sources, as applicable: Indicate the dollar amount to be provided from the following sources:

	a)	Cash and Securities – statements (e.g., audited financial statements, letters from financial institutions, board resolutions) as to: <ol style="list-style-type: none"> <li>1) the amount of cash and securities available for the project, including the identification of any security, its value and availability of such funds; and</li> <li>2) interest to be earned on depreciation account funds or to be earned on any asset from the date of applicant's submission through project completion;</li> </ol>
	b)	Pledges – for anticipated pledges, a summary of the anticipated pledges showing anticipated receipts and discounted value, estimated time table of gross receipts and related fundraising expenses, and a discussion of past fundraising experience.
	c)	Gifts and Bequests – verification of the dollar amount, identification of any conditions of use, and the estimated time table of receipts;
\$6,702,271	d)	Debt – a statement of the estimated terms and conditions (including the debt time period, variable or permanent interest rates over the debt time period, and the anticipated repayment schedule) for any interim and for the permanent financing proposed to fund the project, including: <ol style="list-style-type: none"> <li>1) For general obligation bonds, proof of passage of the required referendum or evidence that the governmental unit has the authority to issue the bonds and evidence of the dollar amount of the issue, including any discounting anticipated;</li> <li>2) For revenue bonds, proof of the feasibility of securing the specified amount and interest rate;</li> <li>3) For mortgages, a letter from the prospective lender attesting to the expectation of making the loan in the amount and time indicated, including the anticipated interest rate and any conditions associated with the mortgage, such as, but not limited to, adjustable interest rates, balloon payments, etc.;</li> <li>4) For any lease, a copy of the lease, including all the terms and conditions, including any purchase options, any capital improvements to the property and provision of capital equipment;</li> <li>5) For any option to lease, a copy of the option, including all terms and conditions.</li> </ol>
	e)	Governmental Appropriations – a copy of the appropriation Act or ordinance accompanied by a statement of funding availability from an official of the governmental unit. If funds are to be made available from subsequent fiscal years, a copy of a resolution or other action of the governmental unit attesting to this intent;
	f)	Grants – a letter from the granting agency as to the availability of funds in terms of the amount and time of receipt;
\$731,351	g)	All Other Funds and Sources – verification of the amount and type of any other funds that will be used for the project.
\$7,433,621	<b>TOTAL FUNDS AVAILABLE</b>	

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**IX. 1120.130 - Financial Viability**

All applicants and co-applicants shall be identified, specifying their roles in the project funding or guaranteeing the funding (sole responsibility or shared) and percentage of participation in that funding.

<p><b>Financial Viability Waiver</b>                  The applicant is not required to submit financial viability ratios if:                  1. All of the projects capital expenditures are completely funded through internal sources                  2. The applicant's current debt financing or projected debt financing is insured or anticipated to be insured by MBIA (Municipal Bond Insurance Association Inc.) or equivalent                  3. The applicant provides a third party surety bond or performance bond letter of credit from an A rated guarantor.                  See Section 1120.130 Financial Waiver for information to be provided</p>
<p>APPEND DOCUMENTATION AS ATTACHMENT 41, IN NUMERICAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.</p>

The applicant or co-applicant that is responsible for funding or guaranteeing funding of the project shall provide viability ratios for the latest three years for which audited financial statements are available and for the first full fiscal year at target utilization, but no more than two years following project completion. When the applicant's facility does not have facility specific financial statements and the facility is a member of a health care system that has combined or consolidated financial statements, the system's viability ratios shall be provided. If the health care system includes one or more hospitals, the system's viability ratios shall be evaluated for conformance with the applicable hospital standards.

Provide Data for Projects Classified as:	Category A or Category B (Last Three Years)		Category B (Projected)		
Enter Historical and/or Projected Years:	HISTORICAL INFORMATION NOT APPLICABLE. INCLUDED BELOW ARE PROJECTIONS FOR 2014 (FIRST YEAR OF STABILIZATION) AND MOST RECENTLY AVAILABLE INFORMATION FROM THE SISTERS OF MERCY				
	<b>2014 CLINICAL</b>	<b>2014 TOTAL PROJECT</b>	<b>FY 2010 Budgeted Sisters of Mercy West Midwest Community</b>	<b>BENCHMARK</b>	
Current Ratio	2.67	2.58	4.07	1.50 or more	Met
Net Margin Percentage	-32.5%	-11.5%	4.7%	2.5% or more	Met
Percent Debt to Total Capitalization	96.0%	96.0%	8.7%	80.0% or less	Met
Projected Debt Service Coverage	-1.56	1.46	8.48	1.50 or more	Met
Days Cash on Hand	62.07	149.47	1,213	45.00 or more	Met
Cushion Ratio	2.42	2.29	222.12	3.00 or more	Met

Provide the methodology and worksheets utilized in determining the ratios detailing the calculation and applicable line item amounts from the financial statements. Complete a separate table for each co-applicant and provide worksheets for each.

- Variance  
 Applicants not in compliance with any of the viability ratios shall document that another organization, public or private, shall assume the legal responsibility to meet the debt obligations should the applicant default.

APPEND DOCUMENTATION AS ATTACHMENT 41, IN NUMERICAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

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 Revised

Mercy Circle  
 CON Application  
 Sources / Uses of Funds (application - pg 5)

	Clinical	Non-Clinical	Total
<b>PREPLANNING COSTS</b>			
LEGAL	1,123	6,877	\$8,000
PRELIMINARY TITLE REPORT	702	4,298	\$5,000
TITLE INSURANCE	4,651	28,479	\$33,130
ZONING ATTORNEY	1,684	10,316	\$12,000
OTHER	2,807	17,193	\$20,000
	<u>10,967</u>	<u>62,161</u>	<u>\$73,128</u>
<b>SITE SURVEY AND SOIL INVESTIGATION</b>			
ENGINEERING & SURVEY	842	5,158	\$6,000
ENVIRONMENTAL SURVEY	1,404	8,596	\$10,000
SOILS INVESTIGATION	702	4,298	\$5,000
OTHER	702	4,298	\$5,000
	<u>3,650</u>	<u>22,350</u>	<u>\$26,000</u>
<b>SITE PREPARATION</b>			
SITE IMPROVEMENTS	292,410	1,790,663	\$2,083,073
	<u>292,410</u>	<u>1,790,663</u>	<u>\$2,083,073</u>
<b>OFF SITE WORK</b>			
SITE IMPROVEMENTS	126,337	773,663	\$900,000
	<u>126,337</u>	<u>773,663</u>	<u>\$900,000</u>
<b>NEW CONSTRUCTION COSTS</b>			
STRUCTURES (excluding demolition 2 wings of convent)	3,654,619	22,380,150	\$26,034,769
GENERAL CONDITIONS	151,706	929,009	\$1,080,714
CONTRACTOR'S FEE	123,403	755,695	\$879,098
BONDS AND CONTRACTORS INSURANCE	49,304	301,928	\$351,232
TESTING	5,615	34,385	\$40,000
OWNERS REP FEE	8,422	51,578	\$60,000
BUILDERS RISK INSURANCE	14,037	85,963	\$100,000
	<u>3,913,116</u>	<u>23,838,708</u>	<u>\$27,751,824</u>
<b>CONTINGENCIES</b>			
CHANGE ORDER CONTINGENCY	154,412	945,588	\$1,100,000
CONTRACTOR CONTINGENCY	119,809	733,685	\$853,494
PROJECT CONTINGENCY	125,834	968,641	\$1,094,475
CONSTRUCTION CONTINGENCY	0	0	\$0
	<u>399,055</u>	<u>1,647,914</u>	<u>\$2,046,969</u>
<b>ARCHITECTURAL / ENGINEERING FEES</b>			
ARCHITECT	189,786	3,448,804	\$3,638,590
INTERIOR DESIGN	8,265	66,735	\$75,000
EXPEDITER	3,509	21,491	\$25,000
LOW VOLTAGE	8,422	51,578	\$60,000
LEED MANAGEMENT	18,866	115,534	\$134,400
ENGINEERING/SURVEY	6,387	39,119	\$45,500
LANDSCAPE ARCHITECT	5,168	31,834	\$36,800
ARCHITECT	2,807	17,193	\$20,000
INTERIORS	1,965	12,035	\$14,000
CIVIL/SOILS	1,544	9,456	\$11,000
LANDSCAPE	842	5,158	\$6,000
	<u>217,091</u>	<u>3,719,307</u>	<u>\$3,936,398</u>
<b>CONSULTING AND OTHER FEES</b>			
DEVELOPER'S FEE	234,106	2,087,859	\$2,321,965
CON FEE / PERMIT	8,847	52,856	\$61,603
FURNISHINGS (INTERIOR DESIGNER)	8,878	42,122	\$49,000
LEGAL FEES FOR CORPORATE ORGANIZATION	7,019	204,150	\$211,169
	<u>258,850</u>	<u>2,386,987</u>	<u>\$2,645,837</u>
<b>MOVABLE OR OTHER EQUIPMENT (NOT IN CONSTRUCTION CONTRACTS)</b>			
FURNITURE & UPHOLSTERING	288,540	838,321	\$922,861
SMALLWARES & TOOLS	105,587	234,433	\$340,000
KITCHEN EQUIPMENT	121,092	268,908	\$389,000
VEHICLES	0	80,000	\$80,000
	<u>515,219</u>	<u>1,361,662</u>	<u>\$1,876,921</u>
<b>BOND ISSUANCE EXPENSE (PROJECT RELATED)</b>			
LOC/REMARKETING FEES	9,131	55,919	\$65,050
ISSUANCE RELATED COSTS	91,214	559,186	\$650,500
	<u>100,345</u>	<u>615,105</u>	<u>\$715,550</u>
<b>NET INTEREST EXPENSE DURING CONSTRUCTION (PROJECT RELATED)</b>			
CAPITALIZED INTEREST	207,032	1,267,821	\$1,474,853
	<u>207,032</u>	<u>1,267,821</u>	<u>\$1,474,853</u>

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 revised

Mercy Circle  
 CON Application  
 Sources / Uses of Funds (application - pg 5)

	Clinical	Non-Clinical	Total
<b>OTHER COSTS TO BE CAPITALIZED</b>			
<b>MARKETING</b>			
SALARIES	15,441	94,559	\$110,000
BENEFITS	3,304	20,236	\$23,540
STAFF MAINTENANCE	526	3,224	\$3,750
AGENCY FEE	0	0	\$0
MEDIA	0	0	\$0
PROMOTION & EVENTS	7,721	47,279	\$55,000
DIRECT MAIL	4,813	30,087	\$35,000
OTHER-CONTINGENCY	0	0	\$0
OFFICE OPERATIONS / ADMINISTRATION	9,828	60,174	\$70,000
INTERIOR DESIGN	0	0	\$0
CONSTRUCTION/FINISH OUT	10,528	64,472	\$75,000
FURNISHINGS & EQUIPMENT	0	0	\$0
OTHER	0	0	\$0
SIGNAGE & DISPLAYS	772	4,728	\$5,500
COLLATERAL MATERIALS	3,692	22,608	\$26,300
	<u>56,724</u>	<u>347,388</u>	<u>404,000</u>
<b>OTHER COSTS</b>			
WORKING CAPITAL RESERVE	252,674	1,547,326	\$1,800,000
DEBT SERVICE RESERVE	226,359	1,386,175	\$1,612,534
	<u>479,033</u>	<u>2,933,501</u>	<u>3,412,534</u>
<b>TOTAL OTHER COSTS TO BE CAPITALIZED</b>	<u>535,757</u>	<u>3,240,887</u>	<u>3,815,624</u>
<b>LEASES (FAIR MARKET VALUE PROPERTY)</b>	<u>734,361</u>	<u>4,478,649</u>	<u>5,210,000</u>
<b>TOTAL USES OF FUNDS</b>	<u>1,433,627</u>	<u>8,196,176</u>	<u>9,630,000</u>
<b>SOURCES OF FUNDS</b>			
<b>SUBORDINATED DEBT - Note</b>			
FROM THE SISTERS OF MERCY	2,928,608	17,071,392	\$20,000,000
	<u>2,928,608</u>	<u>17,071,392</u>	<u>20,000,000</u>
<b>BOND ISSUES (PROJECT RELATED)</b>			
BOND PROCEEDS	3,773,663	22,246,337	\$26,020,000
	<u>3,773,663</u>	<u>22,246,337</u>	<u>26,020,000</u>
<b>CASH</b>			
FROM THE SISTERS OF MERCY	0	3,100,000	\$3,100,000
	<u>0</u>	<u>3,100,000</u>	<u>3,100,000</u>
<b>LEASES (FAIR MARKET VALUE PROPERTY)</b>	<u>734,361</u>	<u>4,478,649</u>	<u>5,210,000</u>
<b>TOTAL SOURCES OF FUNDS</b>	<u>7,436,632</u>	<u>46,896,378</u>	<u>54,330,000</u>

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 Revised



**MERCY CIRCLE PROJECT**  
**Proposed Term Sheet**  
**Subordinated Debt/Promissory Note with**  
**Sisters of Mercy West Midwest Region, Inc.**  
**Not-to-exceed \$20,000,000**  
**July 2010**

<b>General Terms</b>	The Proposed Mercy Circle Project is likely to negotiate a promissory note with its Sponsor, the Sisters of Mercy West Midwest Region, Inc. with the general terms described below. This promissory note will be subordinated to financing provided by unrelated third parties, i.e., banks, tax-exempt bonds, etc.
<b>Purpose</b>	Mercy Circle is requesting funds in the amount not-to-exceed \$20,000,000. Proceeds will be used to construct a new multi-level retirement community in Chicago, IL, The Mercy Circle Project.
<b>Term</b>	30 years
<b>Amount</b>	Not-to-exceed \$20,000,000
<b>Summary of Proposed Financing Terms</b>	Mercy Circle is projected to issue \$20 million in subordinated debt to repay project costs funded to the Community. Principal payments will be made as cash flow permits; no principal payments are reflected in the initial 5 year projection period. Interest is projected to accrue at the lower of 30 day LIBOR plus 200 basis points or, 6 percent, upon reaching stabilized operations. The LIBOR rate will be reset annually based on the 30 day LIBOR rate as of the reset date. In the initial 5 year financial projection period, the 30 day LIBOR rate is assumed to average 2.50 percent; therefore, interest accrues at 4.50 percent in the projection period beginning in fiscal year 2014, the first full year of stabilized occupancy.

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**Mercy Circle Project**  
**CON Application**  
**Viability Ratios (pg 51)**

	Mercy Circle		Sisters of Mercy West Midwest FY 2010 Budgeted	Benchmark
	Clinical FY 2014	Total Project FY 2014		
<b><u>Current Ratio</u></b>				
Current Assets	672,338	4,523,000	16,236,618	
Divided by: Current Liabilities	251,993	1,762,000	3,991,354	
<b>Current Ratio</b>	<b>2.67</b>	<b>2.57</b>	<b>4.07</b>	<b>1.50 met or more</b>
<b><u>Net Margin Percentage</u></b>				
Revenue in Excess of Expenses	(837,600)	(1,070,334)	2,185,000	
Divided by: Net Revenue	2,578,608	9,281,941	46,704,000	
<b>Net Margin Percentage</b>	<b>32.5%</b>	<b>11.5%</b>	<b>4.7%</b>	<b>2.5% met or more</b>
<b><u>Percent Debt to Total Capitalization</u></b>				
Long-Term Debt	6,460,042	46,020,000	16,655,000	
Plus: Long-Term Debt	6,460,042	46,020,000	16,655,000	
Plus: Unrestricted Net Assets	271,906	1,937,000	174,378,834	
<b>TOTAL</b>	<b>6,731,948</b>	<b>47,957,000</b>	<b>191,033,834</b>	
<b>Percent Debt to Total Capitalization</b>	<b>96.0%</b>	<b>96.0%</b>	<b>8.5%</b>	<b>80.0% met or less</b>
<b><u>Projected Debt Service Coverage</u></b>				
Revenues in Excess of Expenses	(837,600)	(1,070,334)	2,185,000	
Plus: Depreciation / Amortization	203,122	1,447,000	2,500,000	
Plus: Interest Expense - bank loan	155,233	1,105,850	650,000	
Plus: Interest Expense - subordinated debt	126,337	900,000	0	
Less: In-Kind Contribution - subordinated debt	0	0	0	
Less: Entrance Fee Amortization Revenue		(21,429)		
<b>TOTAL</b>	<b>(352,907)</b>	<b>2,361,087</b>	<b>5,335,000</b>	
Divided by: Annual Debt Service	226,359	1,612,534	628,870	
<b>Projected Debt Service Coverage</b>	<b>1.58</b>	<b>1.46</b>	<b>8.48</b>	<b>1.50 met or more</b>
<b><u>Days Cash on Hand</u></b>				
Cash	547,770	3,685,000	16,236,618	
Investments	0	0	123,446,688	
<b>TOTAL</b>	<b>547,770</b>	<b>3,685,000</b>	<b>139,683,306</b>	
Less: Operating Expenses	3,424,256	10,445,628	44,519,000	
Less: Depreciation Expense	(203,122)	(1,447,000)	(2,500,000)	
<b>SUB-TOTAL</b>	<b>3,221,136</b>	<b>8,998,628</b>	<b>42,019,000</b>	
Divided by: Days in Year	365	365	365	
<b>TOTAL</b>	<b>8,825</b>	<b>24,654</b>	<b>115,121</b>	
<b>Days Cash on Hand</b>	<b>62.07</b>	<b>140.47</b>	<b>1,213.37</b>	<b>45.00 met</b>

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 Revised

**Cushion Ratio**

or more

Cash	547,770	3,685,000	16,236,618
Investments	0	0	123,446,688
TOTAL	547,770	3,685,000	139,683,306

Divided by: Annual Debt Service                      226,359              1,612,534              628,870

~~Cushion Ratio~~                      ~~2.42~~              ~~2.29~~              ~~222.12~~

3.00  
or more met

128a  
Revised

Mercy Circle Project  
CON Application  
Annual Capital Costs - First Year of Stabilization

Detail

Expenses

	Clinical	Per Patient Day
Interest - Bond	155,233	\$19.33
Interest - Subordinated Debt	126,337	\$15.73
Depreciation and Amortization	203,122	\$25.30
<b>TOTAL</b>	<b>484,693</b>	<b>\$60.36</b>

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Revised

SHEA, PAIGE & ROGAL, INC.  
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FAX: (708) 482-1091

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421 W. Edwards  
Springfield, IL 62704  
Tel.: (217) 523-2550  
Fax: (217) 523-2560

**FAX TRANSMITTAL SHEET**

**TO:** Mike Constantino - IHFSRB

**DATE:** 08/17/10

**FAX #:** 217-785-4111

**FROM:**

Gerald W. Shea \_\_\_\_\_

Ira Rogal \_\_\_\_\_ ✓

Billie J. Paige \_\_\_\_\_

Kathleen Lightfoot \_\_\_\_\_

**Number of pages including cover sheet:** 11

**ADDITIONAL COMMENTS:**

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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