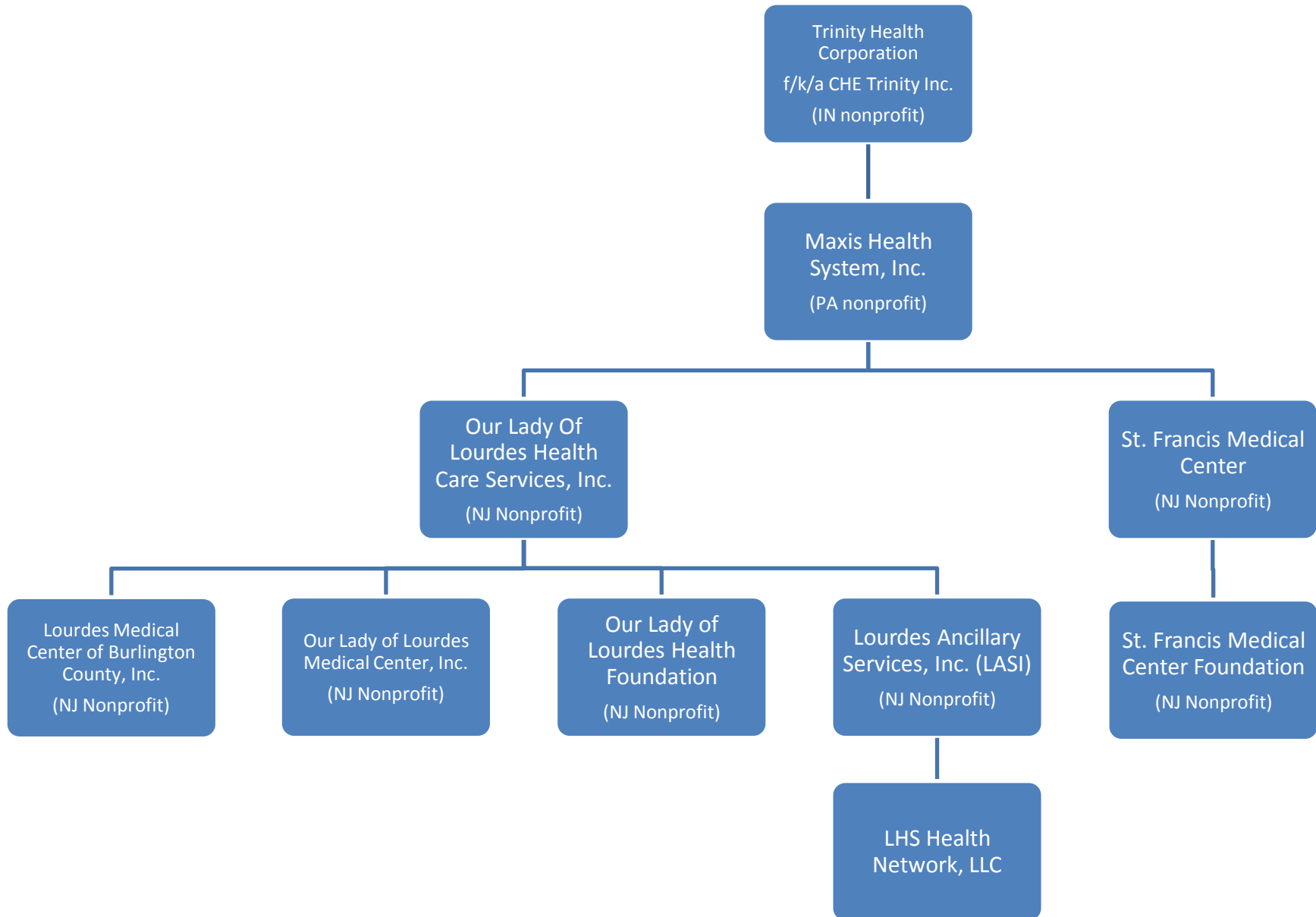
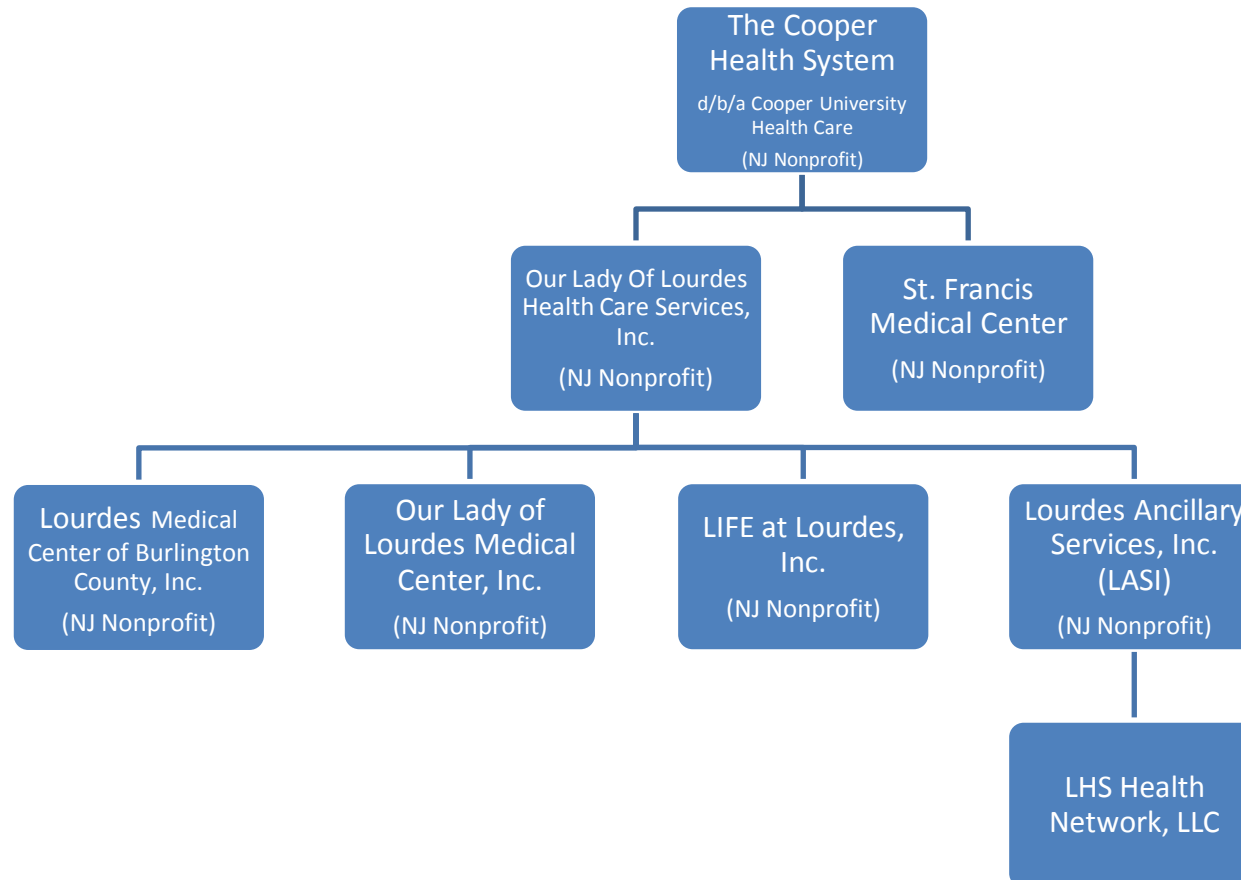


Current Organizational Structure



Organizational Structure after Proposed Transaction (Transfer to Cooper)

Basic Structure of Proposed Transaction: Upon the closing of the proposed Transaction all of Maxis Health System, Inc.'s membership rights, title and interests held in Our Lady of Lourdes Health Care Services, Inc. (“Lourdes”) and St. Francis Medical Center (“St. Francis”) will be transferred to The Cooper Health System d/b/a Cooper University Health Care (“Cooper”), which shall become the sole corporate member of Lourdes and St. Francis. The affiliates of Lourdes and St. Francis that will be included in the Transaction will include, without limitation, the Program for All-Inclusive Care for the Elderly programs, the Lourdes Health Network Clinically Integrated Network and Accountable Care Organization. The extent to which affiliates or assets of Lourdes or St. Francis will be excluded from the Transaction will be expressly set forth in the Membership Transfer Agreement.



Organizational Structure after Proposed Transaction (Retained Foundations)

