

BEFORE THE WEST VIRGINIA HEALTH CARE AUTHORITY

RECEIVED  
2007 DEC 19 AM 8:45  
WV HEALTH CARE  
AUTHORITY

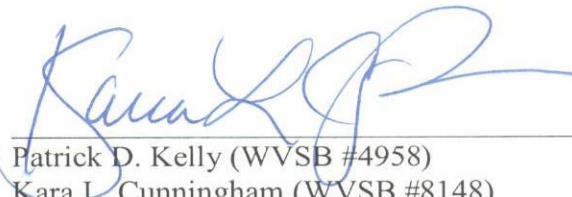
In Re: MCHCR-CP Holdings, Inc.  
HCR III Healthcare, LLC  
PropCos and OpCos  
CON File #07-1/4/6/8/9-8590-A

REPLY MEMORANDUM OF LAW IN SUPPORT OF ORAL MOTION  
TO DISSOLVE STAY OF OCTOBER 19, 2007 DECISION  
AND AFFIRM INITIAL DECISION

In its Response today to HCR III's Supplemental Memorandum, District 1199 states that additional regulatory action in other states is required before the national transaction can proceed to closing. (Resp., p.3, ¶ 6.) That statement is categorically untrue. Manor Care is prepared to close immediately upon dissolution of the stay by the Authority.

WHEREFORE, HCR III respectfully requests that the Authority grant its oral motion, dissolve the stay, and issue an immediate Order affirming its October 19 Decision, or alternatively, dissolve the stay of the October 19 Decision to the extent it affects issuance of the CON and the corresponding operators' licenses.

MCHCR-CP Holdings, Inc.  
HCR III Healthcare, LLC  
PropCos and OpCos  
*By Counsel*



Patrick D. Kelly (WVSB #4958)  
Kara L. Cunningham (WVSB #8148)  
Steptoe & Johnson PLLC  
P.O. Box 1588  
Charleston, WV 25326-1588  
(304) 353-8000

**BEFORE THE WEST VIRGINIA HEALTH CARE AUTHORITY**

**In Re: MCHCR-CP Holdings, Inc.  
HCR III Healthcare, LLC  
PropCos and OpCos  
CON File #07-1/4/6/8/9-8590-A**

**CERTIFICATE OF SERVICE**

I certify that on this 18<sup>th</sup> day of December 2007, I served the foregoing "Reply Memorandum Of Law In Support Of Oral Motion To Dissolve Stay Of October 19, 2007 Decision and Affirm Initial Decision" upon counsel of record via electronic mail and by depositing a true copy thereof in the United States Mail, postage prepaid, in an envelope addressed as follows:

Vincent Trivelli, Esquire  
The Law Office of Vincent Trivelli, PLLC  
178 Chancery Row  
Morgantown, WV 26505.

