

**SAM W. BARNES**  
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Re: Existing Structure

To whom it may concern,

We represented Dr. Torquato for purposes of forming Family Medical Care Clinics Corporation, A Professional Association ("Family Medical Care Clinics"). Family Medical Care Clinics is an independent 501(c)(3) tax-exempt organization. It was intentionally formed as an independent organization, to insulate entities that Family Medical Care Clinics works with from liabilities of Family Medical Care Clinics.

Our understanding is that Family Medical Care Clinics currently leases space from the local SDA church, which it uses to provide medical services. The local SDA church is not responsible for Family Medical Care Clinics provision of medical services. Dr. Torquato oversees and is responsible for the provision of all such medical care. The local SDA church has as arm's length landlord/tenant relationship with Family Medical Care Clinics. Additionally, Family Medical Care Clinics maintains its own liability insurance.

Under Washington law, landlord's aren't responsible for the negligence of their tenants, where the tenant is not acting as the landlord's agent.

A finding of liability for the SDA church, would require a showing that Family Medical Care Clinics acts as the church's agent. On the contrary, we formed Family Medical Care Clinics as an independent 501(c)(3) tax-exempt organization. Further, as discussed above, Dr. Torquato oversees and is responsible for all of the medical services provided by Family Medical Care Clinics. The SDA church does not have any responsibility for or control over such services.

We trust you will find this information useful. Please do not hesitate to contact us with any questions or concerns.

Very truly yours,  
**OGDEN MURPHY WALLACE, P.L.L.C.**

*Sam Barnes*

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