County of Los Angeles
Sheriff's Department Headquarters
4700 Ramona Boulevard
Monterey Park, California 91754-2169

LEROY D. BACA, SHERIFF

January 31, 2006

The Honorable Board of Supervisors
County of Los Angeles
383 Kenneth Hahn Hall of Administration
Los Angeles, California 90012

Dear Supervisors:

APPROVE AMENDMENT NO. 2 TO AGREEMENT NO. 74784 WITH DVA HEALTHCARE RENAL CARE, INC., FORMERLY KNOWN AS GAMBRO HEALTHCARE, INC. (ALL DISTRICTS) (3 VOTES)

IT IS RECOMMENDED THAT YOUR BOARD:

Approve and instruct the Mayor, County of Los Angeles, to sign the attached Amendment No. 2 with DVA Healthcare Renal Care, Incorporated, to change contractor's name as a result of the acquisition of Gambro Healthcare, Inc., and its dialysis clinics, by DaVita Incorporated.

PURPOSE/JUSTIFICATION OF RECOMMENDED ACTION

The purpose of this action is to change the name of the contractor as a result of the acquisition of Gambro Healthcare, Inc., and all of its dialysis treatment clinics in the United States, by DaVita Incorporated (DaVita), which became effective on October 1, 2005. DVA Healthcare Renal Care, Inc., a Nevada corporation, is a subsidiary of DaVita.

This action also changes the names of the contractor's project director and the project manager, as the contractor's original project director and project manager have been replaced with new personnel.

Implementation of Strategic Plan Goals

The continuation of the contractor's services to provide out-patient dialysis treatments to inmates with chronic renal failure supports the County's Strategic Goal for Service Excellence.

FISCAL IMPACT/FINANCING

This action will not result in any change to the financing provisions of the agreement. The costs for treatments will remain the same, and the Sheriff's Department will continue to allocate necessary funds to pay for these services.

FACTS AND PROVISIONS/LEGAL REQUIREMENTS

The Sheriff's Department is legally mandated to provide reasonable medical treatment services to inmates in custody. Under this agreement, the contractor provides out-patient dialysis treatments to inmates with chronic renal failure.

The agreement with Gambro Healthcare, Inc., was approved by your Board on March 16, 2004, for a term of one (1) year with option to extend for two (2) one-year periods effective April 1, 2004. The Department is currently in its first option year.

The acquisition of Gambro Healthcare, Inc., by DaVita does not change the physical locations of dialysis clinics, or the procedures and standards of care utilized by Gambro Healthcare, Inc., in providing out-patient dialysis treatments. Inmates will continue to receive dialysis treatments at the same Burbank facility.

County Counsel has reviewed and approved Amendment No. 2 as to form.

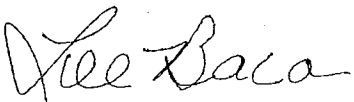
IMPACT ON CURRENT SERVICES (OR PROJECTS)

There will be no negative impact on Sheriff's Department's operations and services.

CONCLUSION

Upon approval by your Board, please return an adopted copy of this action and two (2) original executed copies of this amendment to the Sheriff's Department's Contracts Unit.

Sincerely,



LEROY D. BACA
SHERIFF

COUNTY OF LOS ANGELES

AMENDMENT NO. 2 TO AGREEMENT NUMBER 74784 FOR OUT-PATIENT END STAGE RENAL DIALYSIS (ESRD) SERVICES WITH DVA HEALTHCARE RENAL CARE, INCORPORATED FORMERLY GAMBRO HEALTHCARE INCORPORATED

This Amendment Number 2 ("Amendment") is entered into by and between the County of Los Angeles (hereinafter "County") and DVA Healthcare Renal Care, Incorporated, a Nevada corporation (hereinafter "Contractor"), a subsidiary of DaVita, Incorporated effective as of October 1, 2005, based on the following recitals:

A. WHEREAS, on March 16, 2004, the County and Gambro Healthcare, Incorporated (hereinafter "Gambro") entered into County Agreement Number 74784 (hereinafter "Agreement") to provide inmate Out-Patient End Stage Renal Dialysis (ESRD) Services; and

B. WHEREAS, in December 2004, DaVita, Incorporated entered into a Stock Purchase Agreement with Gambro AB and Gambro, Incorporated to purchase one hundred percent (100%) of Gambro Healthcare, Incorporated's outstanding shares, a transaction that was completed in October 2005. As such, this Agreement shall inure to the benefit of and be binding upon DaVita, Incorporated; and

C. WHEREAS, the Sheriff of the County of Los Angeles has determined that DVA Healthcare Renal Care, Incorporated is a competent contractor to provide the services required by this Agreement; and

D. WHEREAS, DVA Healthcare Renal Care, Incorporated shall be referred to hereinafter as Contractor.

NOW THEREFORE, in consideration of the foregoing recitals, all of which are incorporated as part of this Agreement, County and Contractor hereby further agree as follows:

1. Wherever the name "Gambro Healthcare, Incorporated" appears in the Agreement, it shall be amended and interpreted to read "DVA Healthcare Renal Care, Incorporated " and wherever the word "Contractor" appears in the Agreement, it shall be interpreted to mean "DVA Healthcare Renal Care, Incorporated" effective as of October 1, 2005.

2. Amend Subparagraph 13.1 (Contractor's Project Director) of the Agreement as follows:

Contractor's Project Director shall be a full-time employee of Contractor, and is designated as follows:

Rich Seebold, Regional Vice President
DaVita Inc.
4445 Riverside Drive
Chino, California 91710

Telephone (909) 628-0590
Fax: (909) 628-2670
Email: Rich.Seebold@davita.com

3. Amend Subparagraph 13.2 (Contractor's Project Manager) of the Agreement as follows:

Contractor's Project Manager is designated as follows:

Niki Fafoutis
Regional Director
DaVita Inc.
4632 West Century Boulevard
Inglewood, California 90304

Telephone: (323) 219-6252
Fax: (303) 209-7859
Email: Niki.Fafoutis@davita.com

Except as expressly provided in this Amendment Number 2 all other provisions and conditions of the Agreement shall remain the same and in full force and effect.

Contractor and the person executing Amendment Number 2 on behalf of Contractor hereby represent and warrant that the person executing the Amendment for Contractor is an authorized agent who has actual authority to bind Contractor to each and every term, condition, and obligation of the Agreement and that all requirements of the Contractor have been fulfilled to provide such actual authority.

LOS ANGELES COUNTY

AMENDMENT NO. 2 TO AGREEMENT 74784

IN WITNESS WHEREOF, the parties hereto have caused this Amendment Number 2 to the Agreement to be executed by its duly authorized officers, effective October 1, 2005.

COUNTY OF LOS ANGELES

By: _____
Mayor, County of Los Angeles

ATTEST:
VIOLET VARONA-LUKENS
Executive Officer-Clerk of the
Board of Supervisors

By: _____
Deputy

CONTRACTOR
DVA HEALTHCARE RENAL CARE, INC.

By: _____

Name: Robert Badal

Title: V.P. Payor Contracting

Date: 1/5/06

APPROVED AS TO FORM:
RAYMOND G. FORTNER, JR.
County Counsel

By: _____ Date: 12/21/05
Gary Gross
Principal Deputy County Counsel

DEAN HELLER
Secretary of State

RENEE L. PARKER
Chief Deputy
Secretary of State

PAMELA RUCKEL
Deputy Secretary
for Southern Nevada

STATE OF NEVADA

OFFICE OF THE
SECRETARY OF STATE

CHARLES E. MOORE
Securities Administrator

SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

ELLICK HSU
Deputy Secretary
for Elections

Certified Copy

October 7, 2005

Job Number: C20051007-1612
Reference Number: 00000435652-95
Expedite:
Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20050468759-86	Amendment	1 Pages/7 Copies

Respectfully,

DEAN HELLER
Secretary of State

By

Certification Clerk

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
Fax (775) 684-7138

DEAN HELLER
Secretary of State
204 North Carson Street, Suite 1
Carson City, Nevada 89701-4299
(775) 684 5708
Website: secretaryofstate.biz

Entity #
C3658-1975
Document Number
20050468759-86
Date Filed:
10/7/2005 11:41:05 AM
In the office of:
Dean Heller
Secretary of State

Certificate of Amendment
(PURSUANT TO NRS 78.385 and 78.390)

Important: Read attached instructions before completing form. ABOVE SPACE

Certificate of Amendment to Articles of Incorporation For Nevada Profit Corporations

(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

1. Name of corporation:
GAMBRO HEALTHCARE RENAL CARE, INC.

2. The articles have been amended as follows (provide article numbers, if available):
FIRST: The name of the corporation is: DVA HEALTHCARE RENAL CARE, INC.

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 100%

4. Effective date of filing (optional): (must not be later than 90 days after the certificate is filed)

5. Officer Signature (required):

*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees. See attached fee schedule.

P.O. Box 2076
Tacoma, WA 98401-2076
1423 Pacific Ave.
Tacoma, WA 98402
Tel: (253) 272-1916

October 6, 2005

Via Certified Mail
Return Receipt Requested
Receipt #: 70050390000341724072

Captain Rodney Penner
Director
Los Angeles Sheriffs Department
Twin Towers Correctional Facility, 450 Bauchet Street, Ste E 873
Los Angeles, CA 90012

Re: Notice of Acquisition of Dialysis Centers

Dear Captain Rodney Penner:

DaVita Inc. is pleased to announce the acquisition of Gambro Healthcare, Inc. and its dialysis centers, effective October 1, 2005. Pursuant to the terms of this stock acquisition, please note that Gambro Healthcare, Inc. and its subsidiaries will continue to exist as the same corporate entities, although under new parent corporation DaVita Inc. Specifically, with respect to the Gambro centers, the legal entity ownership, tax identification numbers, physical locations of the centers, Medicare provider numbers, and most other characteristics will remain unchanged. The only notable changes will be to the center names and the names of the Gambro legal entities with direct ownership over the centers.

Attachment A to this letter ("Acquired Centers") lists those centers under the current dialysis services agreement, dated 4/1/2004, between Los Angeles Sheriffs Department and DVA Renal Healthcare, Inc. (f/k/a Gambro Healthcare, Inc.), and contains each center's tax identification number, new center name, physical location address, and remit-to address. Also enclosed, please find copies of relevant supporting documentation for your records, including current IRS Form W-9 documents.

If a credentialing application must be completed as a result of the name changes, please e-mail me the required documents. To avoid incurring non-contracted provider service charges, and to minimize your members' out-of-pocket expense, your prompt attention and consideration to this notice is greatly appreciated.

If you require additional information or have further questions regarding this matter, please do not hesitate to contact me at (253) 207-5333 or by e-mail at doug.saqui@davita.com.

Sincerely,

Doug Saqui
Payor Contracting Manager

Enclosure(s)
CC: Robin Warren, Director, Payor Contracting
Ref: Contract #1254

Attachment A

Facility Name Change Notification Letter

Los Angeles Sheriffs Department (LASD)

Tax ID	*DaVita Facility Address*	*Facility Remit To Address*
95-2977916	Burbank Dialysis 1211 North San Fernando Boulevard Burbank CA 9150	P.O. Box 532410 Atlanta GA 30353

CAH 5021 CA DVA 4021

Form **W-9**
(Rev. October 2004)
Department of the Treasury
Internal Revenue Service

Request for Taxpayer Identification Number and Certification

Give form to the requester. Do not send to the IRS.

See Specific Instructions on page 2

Name (as reported on your income tax return)
DVA Healthcare Renal Care, Inc.

Business name, if different from above
Burbank Dialysis

Check appropriate box: ☐ Individual/Sole proprietor ☒ Corporation ☐ Partnership ☐ Other ▶ ☐ Exempt from backup withholding

Address (number, street, and apt. or suite no.)
P. O. Box 532410

Requester's name and address (optional)

City, state, and ZIP code
Atlanta, GA 30353-2410

List account number(s) here (optional)

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on Line 1 to avoid backup withholding. For individuals, this is your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see How to get a TIN on page 3.
Note. If the account is in more *than one* name, see the chart on page 4 for guidelines on whose number to enter.

Social security number

or

Employer identification number
95-2977916

Part II Certification

Under penalties of perjury, I certify that:

1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
3. I am a U.S. person (including a U.S. resident alien).

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the Certification, but you must provide your correct TIN. (See the instructions on page 4.)

Sign Here | Signature of U.S. person ▶ | Date ▶

Purpose of Form

A person who is required to file an information return with the IRS, must obtain your correct taxpayer identification number (TIN) to report, for example, income paid to you, real estate transactions, mortgage interest you paid, acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA.

U.S. person. Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN to the person requesting it (the requester) and, when applicable, to:

1. Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),
2. Certify that you are not subject to backup withholding, or
3. Claim exemption from backup withholding if you are a U.S. exempt payee.

Note. *If* a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form *if* it is *substantially similar* to this Form W-9.

For federal tax purposes you are considered a person if you are:

- an individual who is a citizen or resident of the United States,
- a partnership, corporation, company, or association created or organized in the United States or under the laws of the United States, or
- any estate (other than a foreign estate) or trust. See Regulation section 301.7701-6(a) for additional information.

Foreign person. If you are a foreign person, use the appropriate Form W-8 (see Publication 515, Withholding of Tax on Nonresident Aliens and Foreign Entities).

Nonresident alien who becomes a resident alien. Generally, only a nonresident alien individual may use the terms of a tax treaty to reduce or eliminate U.S. tax on certain types of income. However, most tax treaties contain a provision known as a "saving clause." Exceptions specified in the saving clause may permit an exemption from tax to continue for certain types of income even after the recipient has otherwise become a U.S. resident alien for tax purposes.

If you are a U.S. resident alien who is relying on an exception contained in the saving clause of a tax treaty to claim an exemption from U.S. tax on certain types of income, you must attach a statement that specifies the following five items:

1. The treaty country. Generally, this must be the same treaty under which you claimed exemption from tax as a nonresident alien.
2. The treaty article addressing the income.
3. The article number (or location) in the tax treaty that contains the saving clause and its exceptions.