

NOTICE OF AND CONSENT TO ASSIGNMENT

(June 14, 2017)

Reference is made to each Financing Lease listed below (the "Financing Leases"). Hawaii Health Systems Corporation ("Obligor") is the lessee under each Financing Lease. The original lessor under each Financing Lease was Academic Capital Government Finance, Inc. ("Original Lessor"), but the interest of Original Lessor was subsequently assigned to AIG Commercial Equipment Finance, Inc. ("Assignor") and such assignment was noticed to and consented to by Obligor.

- Financing Lease dated as of August 8, 2007 and recorded with the State of Hawaii, Bureau of Conveyances, on August 24, 2007 as Document No. 2007-152079, which was assigned to Assignor and consented to by Obligor on or about August 20, 2007. (Hilo facility).
- Financing Lease dated as of May 25, 2007 and recorded with the State of Hawaii, Bureau of Conveyances, on June 8, 2007 as Document No. 2007-103084, which was assigned to Assignor and consented to by Obligor on or about June 25, 2008. ("Maui Emergency Room Financing Lease").
- Financing Lease dated as of April 18, 2006 and recorded with the State of Hawaii, Bureau of Conveyances, on May 5, 2006 as Document No. 2006-084341, which was assigned to Assignor and consented to by Obligor on or about February 1, 2007. ("Maui Surgery Center Financing Lease").

Assignor hereby gives notice to Obligor that Assignor has assigned all of its right, title, and interest in and to the Financing Leases to the Assignees referenced below, including all of Assignor's rights in and to the installment payments and other amounts due under the Financing Lease (the "Payments").

The Assignees are:

MILLENNIUM TRUST COMPANY LLC CUSTODIAN FBO LAPIS MUNICIPAL OPPORTUNITIES FUND II LP, a Delaware limited partnership, as to an undivided interest of 57.80%

MILLENNIUM TRUST COMPANY LLC CUSTODIAN FBO LAPIS AQUILLO FUND II LP, a Delaware limited partnership, as to an undivided interest of 42.20%

Assignor and Assignees hereby request and instruct Obligor that all Payments coming due pursuant to the Financing Leases on and after the date hereof are payable to the Assignees and should be remitted to:

MILLENNIUM TRUST COMPANY LLC CUSTODIAN FBO (A) LAPIS
MUNICIPAL OPPORTUNITIES FUND II LP and (B) LAPIS AQUILO FUND II
LP

2001 Spring Road, Suite 700
Oakbrook, IL 60523

Domestic Wires/ACH

MB Financial Bank, N.A.

800 West Madison Street,

Chicago, IL 60607

ABA # 071001737

Credit Account # 691756019

Account Name: Millennium Trust Company

FFC: Lapis Aquilo FD II and Lapis Muni Opp fund II 15M688576 and
118F23453

A single check, ACH or wire for each Payment will be sufficient. The Assignees will be responsible for proper allocation of the Payment between them.

The Assignees serve as custodians for the beneficial owners of the Financing Leases. All communications with respect to the Financing Leases should be sent directly to the beneficial owners as follows:

Lapis Municipal Opportunities Fund II LP

Lapis Aquilo Fund II LP

c/o Lapis Advisers, LP

12 Funston Ave., Suite A

The Presidio of San Francisco

San Francisco, California 94129

Attn: Kjerstin Hatch

Assignees and the beneficial owners of the Maui Emergency Room Financing Lease and the Maui Surgery Center Financing Lease (collectively, the "MMMC Leases") hereby acknowledge receipt of copies of the June __, 2017 Notices of and Consent to Use Equipment between Obligor and Assignor concerning the MMC Leases ("MMC Consents") and, in consideration of Obligor's consent and of the mutual benefits to the parties hereto, hereby join and agree to be bound by such MMC Consents. Without limiting the foregoing, Assignees and the beneficial owners of the MMC Leases acknowledge and agree that all of the conditions required by the MMC Leases with

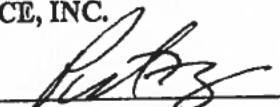
regard to the use and possession by Maui Health System, a Kaiser Foundation Hospitals, LLC of the premises described under the MMMC Leases have been satisfied or waived and that the transactions described in the MMMC Consents will not constitute a "default" or "event of default" under the MMMC Leases.

Thank you for your cooperation.

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ASSIGNOR:

AIG COMMERCIAL EQUIPMENT
FINANCE, INC.

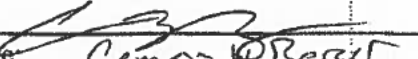
By: 
Name: Peter M. DeFazio
Title: President

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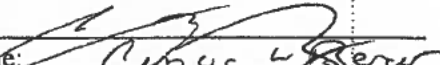
SIGNATURE PAGE OF AIG TO NOTICE OF AND CONSENT TO ASSIGNMENT

ASSIGNEES:

**MILLENNIUM TRUST COMPANY
LLC CUSTODIAN FBO LAPIS
MUNICIPAL OPPORTUNITIES
FUND II LP**

By: 
Name: Cameron W. Berg
Title: AVP

**MILLENNIUM TRUST COMPANY
LLC CUSTODIAN FBO LAPIS
AQUILLO FUND II LP**

By: 
Name: Cameron W. Berg
Title: AVP

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SIGNATURE PAGE OF MILLENNIUM TO NOTICE OF AND CONSENT TO ASSIGNMENT

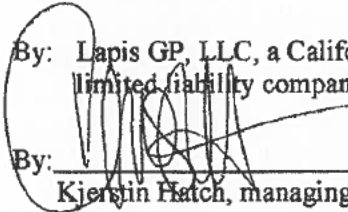
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BENEFICIAL OWNERS:

**LAPIS MUNICIPAL
OPPORTUNITIES FUND II LP**

By: Lapis Advisers, LP, its general
partner

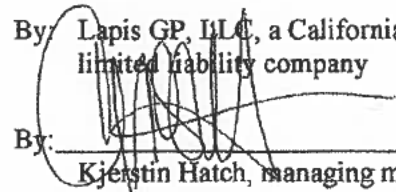
By: Lapis GP, LLC, a California
limited liability company

By: 
Kjerstin Hatch, managing member

LAPIS AQUILO FUND II LP

By: Lapis Advisers, LP, its general
partner

By: Lapis GP, LLC, a California
limited liability company

By: 
Kjerstin Hatch, managing member

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SIGNATURE PAGE OF LAPIS TO NOTICE OF AND CONSENT TO ASSIGNMENT

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Obligor, as a party to the Financing Leases, hereby acknowledges receipt of this Notice of and Consent to Assignment. Obligor consents to such assignment and agrees to deliver all Payments coming due under the Financing Leases on or after _____, 2017 as set forth above.

Hawaii Health Systems Corporation

By: Edward N. Chu
Name: Edward N. Chu
Title: CFO

SIGNATURE PAGE OF HHSC TO NOTICE OF AND CONSENT TO ASSIGNMENT

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