

EXHIBIT 24

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF KINGS

----- X
 In the Matter of the Application of :
 :
 DOWNSTATE AT LICH HOLDING COMPANY, : Index No. _____
 INC. :
 :
 For an Order Approving the Sale of the Assets of : **AFFIDAVIT OF**
 Downstate at LICH Holding Company, Inc., : **RICHARD MILLER**
 pursuant to Sections 510 and 511 of the :
 Not-for-Profit Corporation Law. :
 ----- X

STATE OF NEW YORK)
) ss:
 COUNTY OF KINGS)

RICHARD MILLER, being duly sworn, deposes and says:

1. I am Chief Financial Officer of the University Hospital of Brooklyn (“UHB”) of the State University of New York Health Science Center at Brooklyn (“Downstate”). I have personal knowledge of the facts stated herein, and I submit this affirmation in support of the Verified Petition of Downstate at LICH Holding Company, Inc. (“Petitioner”) for an order approving the sale of substantially all of its assets.

2. The hospital facility known as the Long Island College Hospital (the “Hospital”) was operated as a division and campus of UHB from the date of its acquisition by Downstate (May 29, 2011) until the date UHB ceased health operations at the Hospital (October 31, 2014). The Hospital was not a separate legal entity and did not have separately audited financials. Downstate did, however, account for the Hospital’s revenues and expenses separately from the revenues and expenses of UHB’s other operations. The recording of the Hospital’s revenues and expenses was done contemporaneously in the ordinary course of business, in a manner consistent across all periods.

3. I directed the preparation of the statement of revenue and expenses for the Hospital, attached as Exhibit 1 to this Affidavit, from the regularly maintained internal accounting of such revenues and expenses. Because the Hospital was not legally distinct from Downstate as a whole, the figures on Exhibit 1 are internal working numbers that were not separately audited. However, although the Hospital's revenues and expenses are not separately audited, the figures on Exhibit 1 for 2011, 2012, and 2013 are based on audited financials for the University Hospital of Brooklyn as a whole. The 2014 figures are unaudited and subject to year-end audit adjustments. All footnotes have been excluded.

4. As shown in Exhibit 1, the Hospital's operating losses net of one time items and of malpractice appropriations, for the period May 29, 2011 through October 31, 2014 exceeded \$185,000,000.

5. The expense figures on Exhibit 1 reflect direct expenses only and do not include any allocation of Downstate's general overhead to the Hospital facility.

6. Businesses that have multiple divisions or locations, such as UHB, typically allocate centralized overhead between the various components. However, because UHB has not allocated overhead between its divisions for purposes of internal accounting, the financial statements on Exhibit 1 do not reflect any such allocation. As a result, the losses set forth on Exhibit 1 are understated.


 RICHARD MILLER

Sworn to before me this
 8th day of April, 2015.


 Notary Public

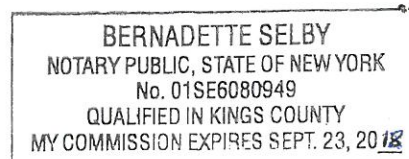


EXHIBIT 1

**UNIVERSITY HOSPITAL OF BROOKLYN -
STATE UNIVERSITY OF NEW YORK
HEALTH SCIENCE CENTER AT BROOKLYN**

LICH Statement of Revenues, Expenses and Changes in Fund Net Position

	2014 Through Oct	2013	2012	2011
Operating revenues:				
Net patient service revenue	\$ 45,283,582	192,564,232	303,001,482	155,701,770
Other operating revenue	966,808	2,838,349	6,264,745	515,566
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total operating revenues	<u>46,250,390</u>	<u>195,402,581</u>	<u>309,266,227</u>	<u>156,217,336</u>
Operating expenses:				
Salaries and wages	51,820,712	129,817,389	164,729,966	97,296,061
Employee benefits	22,081,468	52,554,859	61,414,900	33,260,737
Supplies and other expenses	48,447,165	86,099,645	100,323,575	40,545,245
Malpractice	2,529,679	44,082,955	32,985,827	22,070,000
Interest expense on capital-related debt	2,346,086	2,786,610	8,902,003	6,161,924
Depreciation and amortization	3,821,847	10,183,589	13,641,320	7,941,138
	<u>131,046,957</u>	<u>325,525,047</u>	<u>381,997,591</u>	<u>207,275,105</u>
Total operating expenses	<u>131,046,957</u>	<u>325,525,047</u>	<u>381,997,591</u>	<u>207,275,105</u>
Operating profit (loss)	<u>(84,796,567)</u>	<u>(130,122,466)</u>	<u>(72,731,364)</u>	<u>(51,057,769)</u>
State of New York malpractice appropriation	2,529,679	44,082,955	32,985,827	22,070,000
One-Time Non-Roncurring Support				
LICH liability fund			15,000,000	
Heal grant revenue			12,100,000	25,900,000
Restatement per GASB 65			(1,942,788)	
Operating losses	<u>\$ (82,266,888)</u>	<u>(86,039,511)</u>	<u>(14,588,325)</u>	<u>(3,087,769)</u>
Cumulative operating losses	(185,982,493)	(103,715,605)	(17,676,094)	(3,087,769)