

FORM OF FINAL OPINION OF BOND COUNSEL—2022 BONDS

[Letterhead of Quint & Thimmig LLP]

_____, 2022

Board of Directors
San Gorgonio Memorial Healthcare District
600 North Highland Springs Avenue
Banning, California 92220

Re: \$_____ San Gorgonio Memorial Healthcare District (Riverside County, California)
Revenue Bonds, Series 2022 (Federally Taxable)

Members of the District:

We have acted as bond counsel in connection with the issuance by the San Gorgonio Memorial Healthcare District (the "District") of its \$_____ San Gorgonio Memorial Healthcare District (Riverside County, California) Revenue Bonds, Series 2022 (Federally Taxable), dated as of the date hereof (the "2022 Bonds"), pursuant to the provisions of The Local Health Care District Law, constituting Division 23 of the California Health and Safety Code (the "Law"), Resolution No. 2022-__, adopted by the Board of Directors of the District on April 5, 2022, and an indenture, dated as of April 1, 2022 (the "Indenture"), by and between the District and U.S. Bank Trust Company, National Association, as trustee (the "Trustee"). We have examined the law and such certified proceedings and other papers as we deem necessary to render this opinion.

As to questions of fact material to our opinion, we have relied upon representations of the District contained in the Indenture and in the certified proceedings and certifications of public officials and others furnished to us without undertaking to verify the same by independent investigation.

Based upon the foregoing we are of the opinion, under existing law, as follows:

1. The District is duly created and validly existing as a health care district, with the power to enter into the Indenture, perform the agreements on its part contained therein and issue the 2022 Bonds.
2. The Indenture has been duly approved by the District and constitutes a valid and binding obligation of the District enforceable in accordance with its terms.
3. Pursuant to the Law, the Indenture creates a valid lien on the funds pledged by the Indenture for the security of the 2022 Bonds on a parity with other bonds issued and to be issued under the Indenture, subject to no prior lien granted under the Law.

4. The 2022 Bonds have been duly authorized, executed and delivered by the District and are valid and binding special obligations of the District, payable solely from the sources provided therefor in the Indenture.

5. Interest on the 2022 Bonds is includible in gross income for federal income tax purposes.

6. The interest on the 2022 Bonds is exempt from personal income taxation imposed by the State of California.

Ownership of the 2022 Bonds may result in other tax consequences to certain taxpayers, and we express no opinion regarding any such collateral consequences arising with respect to the 2022 Bonds.

The rights of the owners of the 2022 Bonds and the enforceability of the 2022 Bonds and the Indenture may be subject to the bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights heretofore or hereafter enacted and also may be subject to the exercise of judicial discretion in accordance with general principles of equity.

Our opinion represents our legal judgment based upon such review of the law and the facts that we deem relevant to render our opinion and is not a guarantee of a result. This opinion is given as of the date hereof and we assume no obligation to revise or supplement this opinion to reflect any facts or circumstances that may hereafter come to our attention or any changes in law that may hereafter occur.

Respectfully submitted,

