

**SPECIAL WARRANTY DEED
(Improvements)**

FD-18316

THIS INDENTURE WITNESSETH, that BOYER-OGDEN MEDICAL ASSOCIATES, LTD., a Utah limited partnership ("Grantor"), having acquired title incorrectly as Boyer Ogden Medical Associates, a Utah limited partnership, for and in consideration of one dollar and other valuable consideration, receipt of which is acknowledged, hereby CONVEYS AND WARRANTS against all persons claiming by, through or under Grantor to HCPI/UTAH, LLC, a Delaware limited liability company ("Grantee"), and its successors and assigns, all right, title and interest of Grantor in and to all improvements and attached fixtures (including an approximately 38,634 square foot medical office building) (collectively, the "Improvements") located in or on the following described real estate located in Weber County, State of Utah to-wit:

See Appendix A attached hereto and incorporated herein by this reference.

SUBJECT TO ALL MATTERS OF RECORD and any facts, rights, interests, or claims not shown by the public records but which would be disclosed by an inspection of the property or an accurate survey thereof, including, without limitation, any and all rights of the fee owner of the real estate (the "Fee Owner") pursuant to that certain Ground Lease dated August 30, 1989 (the "Ground Lease") executed between St. Benedict's Hospital, a Utah non-profit corporation ("Lessor") and Boyer Ogden Medical Associates, a Utah limited partnership ("Lessee").

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed this 20 day of January, 1999.

BOYER-OGDEN MEDICAL ASSOCIATES, LTD., a Utah limited partnership

By: THE BOYER COMPANY, L.C.,
a Utah limited liability company,
its General Partner

By: [Signature]
Name: H. Roger Boyer
Its: Chairman & Manager

E# 1408041 BK1987 PG2466
DOUG CROFTS, WEBER COUNTY RECORDER
23-JAN-99 350 PM FEE \$23.00 DEP BCT
REC FOR: FOUNDERS.TITLE

[Ogden Medical Arts]

STATE OF Utah)
COUNTY OF Salt Lake) SS.

Before me, a Notary Public in and for said County and State, personally appeared H. Roger Boyer, of Boyer-Ogden Medical Associates, Ltd., a UT LP, the Grantor in the aforementioned Warranty Deed and acknowledged the execution thereof as the free and voluntary act and deed of such Grantor.

IN WITNESS WHEREOF, I set my hand and notarial seal as of the date set forth above as the date of the execution of said Warranty Deed.



Susan K. Allen, Notary Public
Residing in Salt Lake County, UT

My Commission Expires:
May 13, 1999.

Mail Tax Bills to:

HCPI/Utah, LLC
4675 MacArthur Court, Suite 900
Newport Beach, California 92660

This instrument prepared by:

David C. Meckler, Esq.
Latham & Watkins
650 Town Center Drive
Suite 2000
Costa Mesa, California 92626

ET 1608041 BK1987 P62467

APPENDIX A

LEGAL DESCRIPTION

The land referred to herein is situated in Weber County, State of Utah, and is described as follows:

T. 07-053-0054-CLAIMS -

PARCEL 1 ("PHASE 1"):

A part of the Southeast Quarter of Section 17, Township 5 North, Range 1 West, Salt Lake Base and Meridian, U.S. Survey, more particularly described as follows:

BEGINNING at a point 1265.67 feet North 0°26'00" East along the East line of said Section 17, and 354.61 feet North 89°34'00" West from the Southeast corner of said Section 17, Township 5 North, Range 1 West, Salt Lake Base and Meridian, and running thence South 72°24'35" West 5.00 feet; thence South 17°35'25" East 23.39 feet; thence North 72°24'35" East 35.00 feet; thence North 17°35'25" West 25.00 feet; thence North 72°24'35" East 150.63 feet; thence North 0°26'00" East 77.52 feet; thence South 72°24'35" West 23.32 feet; thence North 17°35'25" West 28.68 feet; thence North 89°34'00" West 67.63 feet; thence South 0°26'00" West 21.37 feet; thence South 72°24'35" West 59.28 feet; thence South 17°34'00" East 3.87 feet; thence South 72°24'35" West 51.08 feet to a point North 17°35'25" West from the Northeast corner of the existing MRI Building; thence South 17°35'25" East 100.75 feet, more or less, along the Easterly wall of said MRI Building to the point of BEGINNING.

PARCEL 2 ("PHASE 2"):

CLAIMS PT - 07-053-0028

A part of the Southeast Quarter of Section 17, Township 5 North, Range 1 West, Salt Lake Base and Meridian, U.S. Survey, more particularly described as follows:

BEGINNING at a point 1569.33 feet North 0°26'00" East along the East line of said Section 17 and 183.35 feet North 89°34'00" West from the Southeast corner of said Section 17, Township 5 North, Range 1 West, Salt Lake Base and Meridian, and running thence South 0°26'00" West 168.72 feet; thence South 72°24'35" West 23.32 feet; thence North 17°35'25" West 28.68 feet; thence North 89°34'00" West 67.63 feet; thence North 0°26'00" East 148.66 feet to a point 15.0 feet South 0°26'00" West from the South line of 5350 South Street; thence South 89°34'00" East 98.68 feet parallel to said 5350 South Street to the point of BEGINNING.

ES 1608041 BK1987 PG2468

07-053-0054

APPENDIX A

LEGAL DESCRIPTION
(continued)

PARCEL 3 ("EXPANSION PARCEL"):

CLAIMS PT. 07-053-0028

A parcel of land located in Section 17, Township 5 North, Range 1 West, Salt Lake Base and Meridian, more particularly described as follows:

BEGINNING at a point 1420.67 feet North 0°26'00" East along the East Section line and North 89°34'00" West 282.02 feet from the Southeast corner of Section 17, Township 5 North, Range 1 West, Salt Lake Base and Meridian, and running thence South 00°26'00" West 21.37 feet; thence South 72°24'35" West 59.28 feet; thence South 17°34'00" East 3.87 feet; thence South 72°24'35" West 26.35 feet; thence North 17°50'10" West 39.76 feet; thence North 72°08'25" East 97.63 feet to the West line of "Phase 2" described in that certain Memorandum Of Ground Lease recorded September 11, 1989 as Entry No. 1088540 in Book 1567 at Page 1416 of the Official Records of the Weber County Recorder; thence South 00°26'00" West 16.85 feet to the point of BEGINNING.

PARCEL 4:

The non-exclusive easements, licenses, rights and privileges, appurtenant to PARCELS 1, 2 and 3 described above, for the installation, maintenance and connection to all underground utilities upon or under those portions of the following described land upon which no buildings or other improvements are located (other than utility, landscaping, parking, road, or sidewalk improvements), and the nonexclusive easements, appurtenant to PARCELS 1, 2 and 3 described above, for vehicular and pedestrian ingress and egress to and from nearby public streets and roadways upon and across the roads, driveways, and sidewalks located from time to time upon the following described land, for driveway purposes (upon and across that portion of the land described in Exhibit "D" of the Replacement Cross-Easement Agreement referred to below, lying within the bounds of the following described "MRI BUILDING PARKING AND ACCESS PARCEL"), and for the parking of vehicles upon non-reserved parking areas located from time to time upon said land, as the same were created pursuant to that certain Replacement Cross-Easement Agreement recorded September 6, 1989 as Entry No. 1088238 in Book 1567 at Page 755 of the Official Records of the Weber County Recorder, to-wit:

MRI BUILDING PARCEL:

07-053-0043-ABS

A part of the Southeast Quarter of Section 17, Township 5 North, Range 1 West, Salt Lake Base and Meridian, U.S. Survey: Beginning at a point on the East outside wall of the main hospital building of St. Benedicts Hospital which is 1217.65 feet North 0°26'00" East along the East line of said Section 17 and 447.83 feet North 89°34'00" West from the Southeast corner of said Section 17; and running thence North 27°24'35" East 23.80 feet; thence North

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APPENDIX A

LEGAL DESCRIPTION
(continued)

72°24'35" East 86.67 feet; thence North 17°35'25" West 100.75 feet along the Easterly wall of the MRI Building; thence South 72°24'35" West 103.50 feet to a point North 17°35'25" West from the Northeast corner of the existing Radiation Therapy Building; thence South 17°35'25" East 117.58 feet to the point of beginning.

MRI BUILDING PARKING AND ACCESS PARCEL:

07-053-0053-ABS.

A part of the Southeast Quarter of Section 17, Township 5 North, Range 1 West, Salt Lake Base and Meridian, U.S. Survey: Beginning at a point on the West line of Adams Avenue which is 1231.87 feet North 0°26'00" East along the East line of said Section 17 and 66.00 feet North 89°34'00" West from the Southeast corner of said Section 17; and running thence South 72°24'35" West 268.99 feet; thence North 17°35'25" West 73.92 feet; thence North 62°35'25" West 28.28 feet; thence North 17°35'25" West 27.53 feet; thence North 72°24'35" East 20.00 feet; thence South 17°35'25" East 23.39 feet; thence North 72°24'35" East 17.50 feet; thence South 17°35'25" East 25.00 feet; thence North 72°24'35" East 275.26 feet to said West line of Adams Avenue; thence South 0°26'00" West 78.49 feet along said West line of Adams Avenue to the point of beginning.

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