

When Recorded Return to:

ACM Holdings, LLC  
Attn: Lynn Meland  
6967 Blue Oak Lane  
Granite Bay, CA 95746

### MEMORANDUM OF LEASE

This Memorandum of Lease is made this 22 day of March, 2017 by ACM Holdings, LLC, a Utah limited liability company ("Lessor").

1. **Property.** For sufficient consideration received, and the terms and conditions more particularly set forth in that certain Lease Agreement between Lessor and Aspire, an Independent Network of Counseling Professionals, LLC ("Lessee") dated as of March \_\_\_\_\_, 2017 (the "Lease"), Lessor leases to Lessee that certain real property located in Davis County, State of Utah and more particularly described on Exhibit "A" attached hereto and by this reference made a part hereof (the "Property").

2. **Term.** The original term of the Lease commenced <sup>July 1 ZCM.</sup> ~~March~~ \_\_\_\_\_, 2017 and continues for 5 years, with up to two additional 5 year extensions.

3. **First Right of Refusal and Purchase Option.** The Lease contains a first right of refusal and purchase option for the Property, granted by Lessor to the benefit of Lessee.

IN WITNESS WHEREOF, this Memorandum of Lease is executed as of the date first above written.

**LESSOR:**  
ACM Holdings, LLC

By:   
Lynn Meland, Manager

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA            )  
  ):        SS.  
COUNTY OF PLACER            ) am

On MARCH 22, 2017, 2016<sup>7</sup>, before me, ARLENE GRAY MCLEAN, NOTARY PUBLIC personally appeared **LYNN MELAND, MANAGER OF ACM HOLDINGS, LLC**, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: Arlene Gray McLean  
Notary Public

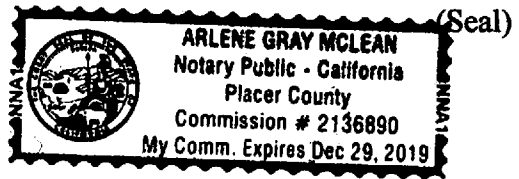


EXHIBIT A  
Legal Description

ALL OF UNITS 6 AND 7, CONTAINED WITHIN THE LAYTON PROFESSIONAL OFFICE CONDOMINIUMS, A CONDOMINIUM PROJECT AS THE SAME IS IDENTIFIED IN THE RECORD OF SURVEY PLAT RECORDED IN DAVIS COUNTY, UTAH, ON NOVEMBER 17, 2005 AS ENTRY NO. 2123260 (AS SAID RECORD OF SURVEY PLAT SHALL HAVE HERETOFORE BEEN AMENDED OR SUPPLEMENTED) AND IN THE DECLARATION OF CONDOMINIUM FOR THE LAYTON PROFESSIONAL OFFICE CONDOMINIUMS, RECORDED IN DAVIS COUNTY, UTAH ON NOVEMBER 17, 2005, AS ENTRY NO. 2123261 IN BOOK NO. 3914 AT PAGE 377 (AS SAID DECLARATION MAY HAVE HERETOFORE BEEN AMENDED OR SUPPLEMENTED).

TOGETHER WITH THE APPURTENANT UNDIVIDED INTEREST IN SAID PROJECT'S COMMON AREAS AS ESTABLISHED IN SAID DECLARATION AND ALLOWING FOR PERIODIC ALTERATION BOTH IN THE MAGNITUDE OF SAID UNDIVIDED INTEREST AND IN THE COMPOSITION OF THE COMMON AREAS AND FACILITIES TO WHICH SAID INTEREST RELATES.

Parcel # 09-347-0006; 09-347-0007