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Book - 10799 Pg - 5363-5365  
RASHELLE HOBBS  
RECORDER, SALT LAKE COUNTY, UTAH  
GARDNER-DAYBREAK OFFICE 1, LC  
201 SOUTH MAIN ST, STE 2000  
SLC UT 84111  
BY: DCA, DEPUTY - WI 3 P.

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WHEN RECORDED, MAIL TO:

Gardner-Daybreak Office 1, L.C.  
201 South Main Street, Suite 2000  
Salt Lake City, Utah 84111  
Attention: Christian Gardner

July 2, 2019

**RE: Non-Applicability of Ancillary Use under the Declaration of Certain Exclusive Rights**

This letter is written for the benefit of the Department of Veterans Affairs, VA Salt Lake City Health Care System (the "VA"), regarding that certain Declaration of Certain Exclusive Rights between Kennecott Land Residential Development Company, a Delaware corporation, and OM Enterprises Company, a Utah corporation, recorded on May 25, 2010 as entry number 10959255 in the Salt Lake County Recorder's Office ("Declaration"). As the beneficiary under the Declaration, the University of Utah, a body politic and corporate of the State of Utah acting on behalf of University of Utah Hospitals and Clinics ("Beneficiary"), was granted the exclusive right to develop and operate a health care facility and to provide "Medical Facility Services" within the real property described in the Declaration. The Grant of Exclusive Rights from the Declaration expires when the Beneficiary discontinues medical operations or on the date on which the Declaration, or any extension thereof, terminates, whichever is the first to occur. Pursuant to the terms of the Ground Lease, the Ground Lessor has granted the Ground Lessee an exemption to the Declaration (this "Exemption").

The VA acquired a leasehold interest in certain real property located in South Jordan, Utah from the Ground Lessee, as more particularly described on Exhibit A, attached hereto and incorporated herein by this reference ("VA Building Lease"). The Ground Lessee intends to construct Improvements for the purpose of operating a VA health clinic ("VA Clinic"). VA will provide primary care and mental health care either physically on site or by telehealth, which may require certain support services, such as audiology, laboratory, podiatry, and other services within the normal scope of practice of primary care and mental health care, to Veterans at the VA Clinic (the "Permitted Use"). Beneficiary hereby exempts the Permitted Use from the Declaration solely with respect to the Permitted Use and for the benefit of the VA. The Exemption shall not apply to any other parties, or locations, whether within the VA Building Lease or otherwise. The Exemption shall be personal to the VA as lessee in the VA Building Lease and shall automatically terminate when the VA Building Lease, or any extension thereof, expires.

*[SIGNATURE PAGE IMMEDIATELY FOLLOWS]*

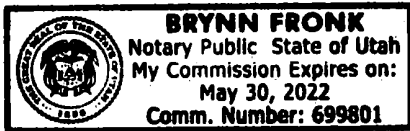
UNIVERSITY OF UTAH

By:   
Patricia A. Ross  
Chief Strategy Officer

ACKNOWLEDGMENT

STATE OF UTAH            )  
  : ss  
COUNTY OF SALT LAKE )

On July 2, 2019, the foregoing letter was acknowledged before me by Patricia A. Ross, the Chief Strategy Office of the University of Utah.



[SEAL]

  
NOTARY PUBLIC

**EXHIBIT "A"**

**TO**

**NON-APPLICABILITY OF ANCILLARY USE UNDER THE DECLARATION OF  
CERTAIN EXCLUSIVE RIGHTS**

Legal Description of the Property

The Property is situated in the State of Utah, County of Salt Lake and is described as follows:

All of Lot C-101, DAYBREAK SOUTH STATION PLAT 2, according to the official plat thereof as recorded in the Salt Lake County Recorder's office on April 2, 2019 as Entry No. 12961128 in Book 2019P at Page 110.

Tax Parcels: 26-24-411-001 & 26-24-411-003