

Parcel # 33-06-100-042

WHEN RECORDED RETURN TO:  
Mountain West Small Business Finance  
2595 East 3300 South  
Salt Lake City, Utah 84109  
BTC: 5-101211

12846441  
9/11/2018 12:50:00 PM \$31.00  
Book - 10711 Pg - 2421-2428  
ADAM GARDINER  
Recorder, Salt Lake County, UT  
BACKMAN TITLE SERVICES  
BY: eCASH, DEPUTY - EF 8 P.

## Real Estate Lease Subordination Agreement and Assignment of Rents

This Subordination Agreement is entered into by:

FAMILIES FIRST PEDIATRICS, LLC

("Lessee") for the benefit of Mountain West Small Business Finance ("MWSBF") and its successor in interest, the Small Business Administration ("SBA").

### RECITALS

A. Lessee has heretofore leased from:

HERRIMAN MEDICAL PARTNERS, LLC

("Lessor") by lease dated April 27, 2017 for a term of twenty years (the "Lease") certain real and personal property described in SBA Loan Authorization, SBA 504 No.: 94869750-00 (the "Leased Premises") known as:

4651 West 13400 South, Riverton, UT 84096

located in the County of Salt Lake, State of Utah and described as follows:

See Exhibit "A" which is attached hereto and incorporated herein by this reference.

B. MWSBF and the SBA have authorized the making of an SBA 504 Loan, Loan No. 94869750-00, to Lessor in the amount of \$ 2,474,000.00, due and payable on or before a time to be determined by the U.S. Secretary of the Treasury (the "Loan").

C. The Loan is for the benefit of both Lessee and Lessor, in that the funds are to be used for the benefit of the business conducted on the Leased Premises purchased and/or renovated by Loan proceeds.

D. A condition of the Loan is that the Lease be subordinated to the lien of a trust deed executed by Lessor and recorded as a lien superior to the Lease.

### AGREEMENT

NOW, THEREFORE, in consideration of disbursement of the Loan or any part thereof, and for other good and valuable consideration the receipt and legal sufficiency of which are hereby acknowledged, Lessee covenants and agrees as follows:

1. No Default. Lessee is not now in default in the performance of the Lease; and Lessee will perform the covenants and conditions required of is by the Lease for the term of the Loan and any extensions or renewals of it.

2. Subordination of Lease. All rights under the Lease together with any and all right, interest, estate, title, lien, or charge against or respecting the Leased Premises (or any portion thereof) by virtue of the Lease, shall be and the same are hereby made subject, subordinate, inferior, and junior to the lien and title of MWSBF and the SBA represented by the SBA Note in the amount of \$ 2,474,000.00 and security instruments related to the Loan, including without limitation the Promissory Note, Deed of Trust, Security Agreement and UCC Financing Statements (filed with the Uniform Commercial Code Division for the State of Utah and as fixture filings in Salt Lake County, Utah) (the "Loan Documents") and to all rights, powers, title, and authority of MWSBF and the SBA under or in any way related to or arising out of the Loan Documents and to all sums heretofore or hereafter advanced on the security of the Loan Documents or any of them, including all sums advanced or costs incurred as fees, expenses, disbursements, or charges in connection with the Loan Documents or the Loan. The Lease Rights, together with any and all right, interest, estate, title, lien, or charge against or respecting the Leased Premises (or any portion thereof) by virtue of the Lease, are hereby subordinated to the Loan Documents the same and as fully as if the Loan Documents had been executed, delivered and, where appropriate, filed, prior to execution, delivery and filing of the Lease.

3. Assignment of Rents. The undersigned Lessee, for and in consideration of the moneys lent pursuant to the aforesaid note and other valuable consideration, receipt of which is hereby acknowledged, assign, transfer, and set over to CDC/SBA all sub-leases, including rents, profits, and income derived from the real estate and the building and improvements thereon, the full and complete right in SBA, in case of default in the payment of the indebtedness or any part thereof or failure to comply with any of the terms or conditions of the Note, Deed of Trust and Loan Agreements, as its assignee, to demand, collect, receive, and receipt for such rents, income and profits, to take possession of the premises and all leaseholds without having a receiver appointed therefore, to rent and manage the same from time to time and apply the net proceeds of the rents, income, and profits from the property on the indebtedness until all delinquencies, advances, and the indebtedness are paid in full by the application of the rents, or until title, is obtained through foreclosure otherwise.

4. This Agreement shall be binding upon and inure to the benefit of the personal representatives, successors and assigns of the parties hereto.

DATED September 6, 2018

LESSEE:

FAMILIES FIRST PEDIATRICS, LLC

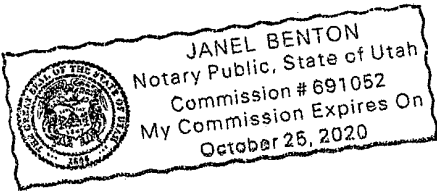
By:  Dallen K. Ormond, Manager

LEASE SUBORDINATION NOTARY PAGE

STATE OF Utah )  
 )  
 ) :ss.  
 )  
COUNTY OF Salt Lake )

The foregoing instrument was acknowledged before me this Sept 6, 2018  
by Dallen K. Ormond, Manager

FAMILIES FIRST PEDIATRICS, LLC  
Janel Benton  
Notary Public



**EXHIBIT "A"**

**LEGAL DESCRIPTION**

PARCEL 1:

Beginning at a point which is 870.00 feet South 89 deg. 48'47" East along the North section line from the Northwest corner of Section 6, Township 4 South, Range 1 West, Salt Lake Base and Meridian, thence South 89 deg. 48'47" East along said section line 457.65 feet to the Northeast corner of the West ½ of the Northwest ¼ of said Section 6; thence South 0 deg. 21'38" East 358.00 feet along the East line of said West ½; thence North 89 deg. 48'47" West 457.65 feet; thence North 0 deg. 21'38" West 358.00 feet to the point of beginning.

Less and excepting any and all portions lying within the legal bounds of Calder Place Subdivision, Andreason Place Subdivision, Hamilton's Homestead Subdivision, and 13400 South Street.

Also less and excepting the following three (3) legal descriptions:

A parcel of land in fee for the widening of the existing roadway 13400 South Street, being part of an entire tract of property situate in the NW ¼ NW ¼ of Section 6, Township 4 South, Range 1 West, Salt Lake Base and Meridian. The boundaries of said parcel of land are as follows: Beginning in the Westerly boundary line of said entire tract at a point South 89 deg. 48'47" East 870.33 feet (870.00 feet by record) along the section line and 45.00 feet South 00 deg. 11'13" West from the Northwest corner of said Section 6, said corner is 39.00 feet perpendicularly distant Southerly from the centerline of said 13400 South Street opposite engineers station 133+97.57; and running thence North 00 deg. 21'38" West 45.00 feet along said Westerly boundary line to the Northwest corner of said entire tract, said point lies in the Northerly section line of said Section 6; thence South 89 deg. 48'47" East 187.65 feet along the Northerly boundary line of said entire tract to the Northeast corner of said entire tract; thence South 00 deg. 21'38" East 45.00 feet along the Easterly boundary line of said entire tract; thence North 89 deg. 48'47" West 187.65 feet along a line parallel with said centerline to the point of beginning.

A parcel of land in fee for a highway known as Project No. MP-0182(6), being part of an entire tract of property situate in the NW ¼ NW ¼ of Section 6, Township 4 South, Range 1 West, Salt Lake Base and Meridian. The boundaries of said parcel of land are as follows: Beginning at the Northeast corner of said entire tract, which point is 1,057.65 feet South 89 deg. 48'47" East along the section line and 45.00 feet South 0 deg. 21'38" East from the Northwest corner of said Section 6; and running thence South 0 deg. 21'38" East 9.95 feet along the Easterly boundary line of said entire tract to a point 69.85 feet radially distant Southerly from the 13400 South Street Right of Way Control Line, of said project, opposite approximate Engineer Station 28+72.08; thence North 89 deg. 03'45" West 11.66 feet; thence South 89 deg. 37'19" West 258.98 feet to the Westerly boundary line of said entire tract to a point 71.89 feet perpendicularly distant Southerly from said control line, opposite approximately Engineer Station 26+00.85; thence North

0 deg. 21'38" West 12.35 feet to the existing Southerly right of way line of 13400 South Street; thence South 89 deg. 48'47" East 270.65 feet along said existing Northerly right of way line to the point of beginning as shown on the official map of said project on file in the office of the Utah Department of Transportation.

Parcel No.: 33-06-100-042

A tract of land in Lot 4 of Section 6, Township 4 South, Range 1 West, Salt Lake Base and Meridian. The boundaries of said tract of land are described as follows: Beginning at a point which is 522.73 feet South 89 deg. 33'56" East along the section line and 45.00 feet South from the Northwest corner of said Section 6; and running thence South 89 deg. 33'56" East 535.01 feet; thence South 0 deg. 06'47" East 9.95 feet; thence North 88 deg. 48'54" West 11.66 feet; thence South 89 deg. 52'10" West 230.73 feet to the end of the highway limited-access line of UDOT Project MP-0182(6) at a point designated as Point "B"; thence along said limited-access line the following four courses: 1) South 89 deg. 52'10" West 28.25 feet; 2) South 00 deg. 06'03" West 3.27 feet; 3) North 89 deg. 31'48" West 76.74 feet; 4) South 78 deg. 58'29" West 195.01 feet to a point designated as Point "A"; thence North 3 deg. 58'40" East 54.42 feet to the point of beginning.

PARCEL 2:

Beginning at a point which is 540.65 feet North 89 deg. 48'47" West from the Northeast corner of the Northwest quarter of the Northwest quarter of Section 6, Township 4 South, Range 1 West, Salt Lake Base and Meridian, said point being 787 feet South 89 deg. 48'47" East from the Northwest corner of said Section 6; thence running South 89 deg. 48'47" East 83 feet; thence South 0 deg. 21'38" East 358 feet; thence North 89 deg. 48'47" West 83 feet; thence North 0 deg. 21'38" West 358 feet to the point of beginning.

Less and excepting the following three (3) legal descriptions:

A parcel of land in fee for the widening of the existing roadway 13400 South Street, being part of an entire tract of property situate in the NW ¼ NW ¼ of Section 6, Township 4 South, Range 1 West, Salt Lake Base and Meridian. The boundaries of said parcel of land are as follows: Beginning in the Westerly boundary line of said entire tract at a point South 89 deg. 48'47" East 787.34 feet (787.00 by record) along the section line and 39.00 feet South 00 deg. 21'38" West from the Northwest corner of said Section 6, said corner is 39.00 feet perpendicularly distant Southerly from the centerline of said 13400 South Street opposite engineers station 133+14.57; and running thence North 00 deg. 21'38" West 45.00 feet along said Westerly boundary line to the Northwest corner of said entire tract, said point being in the Northerly section line of said Section 6; thence South 89 deg. 48'47" East 83.00 feet along the Northerly boundary line of said entire tract to the Northeast corner of said entire tract; thence South 00 deg. 21'38" East 45.00 feet along the Easterly boundary line of said entire tract; thence North 89 deg. 48'47" West 83.00 feet along a line parallel with said centerline to the point of beginning.

A parcel of land in fee for the widening of the existing roadway 13400 South Street, being part of an entire tract of property situate in the NW ¼ NW ¼ of Section 6, Township 4 South, Range 1 West, Salt Lake Base and Meridian. The boundaries of said parcel of land are as follows: Beginning in the Westerly boundary line of said entire tract at a point South 89 deg. 48'47" East 787.34 feet (787.00 feet by record) along the section line and 45.00 feet South 00 deg. 21'38" West from the Northwest corner of said Section 6, said corner is 39.00 feet perpendicularly distant Southerly from the centerline of said 13400 South Street opposite engineers station 133+14.57; and running thence North 00 deg. 21'38" West 45.00 feet along said Westerly boundary line to the Northwest corner of said entire tract, said point being in the Northerly section line of said Section 6; thence South 89 deg. 48'47" East 83.00 feet along the Northerly boundary line of said entire

tract to the Northeast corner of said entire tract; thence South 00 deg. 21'38" East 45.00 feet along the Easterly boundary line of said entire tract; thence North 89 deg. 48'47" West 83.00 feet along a line parallel with said centerline to the point of beginning.

A tract of land in Lot 4 of Section 6, Township 4 South, Range 1 West, Salt Lake Base and Meridian. The boundaries of said tract of land are described as follows: Beginning at a point which is 522.73 feet South 89 deg. 33'56" East along the section line and 45.00 feet South from the Northwest corner of said Section 6; and running thence South 89 deg. 33'56" East 535.01 feet; thence South 0 deg. 06'47" East 9.95 feet; thence North 88 deg. 48'54" West 11.66 feet; thence South 89 deg. 52'10" West 230.73 feet to the end of the highway limited-access line of UDOT Project MP-0182(6) at a point designated as Point "B"; thence along said limited-access line the following four courses: 1) South 89 deg. 52'10" West 28.25 feet; 2) South 00 deg. 06'03" West 3.27 feet; 3) North 89 deg. 31'48" West 76.74 feet; 4) South 78 deg. 58'29" West 195.01 feet to a point designated as Point "A"; thence North 3 deg. 58'40" East 54.42 feet to the point of beginning.

Parcel No.: **33-06-100-042**