

WHEN RECORDED, MAIL TO:

IHC Health Services, Inc.
36 South State Street, 23rd Floor
Salt Lake City, Utah 84111
Attn: Corporate Real Estate Director

Tax Serial Numbers: 10-086-0023, 10-086-0025, 10-086-0036, 10-086-0038

DECLARATION OF USE RESTRICTIONS

JOHN WADE HANSEN and DEE REED HANSEN, individuals (collectively, "Buyer"), enter into this DECLARATION OF USE RESTRICTIONS (this "Declaration") on July 7, 2017, for the benefit of IHC HEALTH SERVICES, INC., a Utah nonprofit corporation ("Intermountain").

Background

- A. Concurrently with this Declaration, Buyer has acquired real property from Intermountain in Davis County, Utah (the "County"), as described in Schedule A (the "Property"), pursuant to a separate Real Estate Purchase Agreement (the "Purchase Agreement").
- B. As a condition precedent and inducement for Intermountain to sell the Property under the Purchase Agreement, Buyer agreed to place use restrictions on the Property prohibiting certain healthcare and related uses, subject to the following terms.

Terms

1. Healthcare Use Restrictions. The Property is subject to the following restrictions (collectively, the "Healthcare Use Restrictions"):
 - (a) No person or entity may use the Property for any Prohibited Healthcare Use (as defined below) without Intermountain's prior written consent (which Intermountain may withhold, condition, or delay in its sole discretion), except to the extent required by any applicable law.
 - (b) No Prohibited Healthcare Provider (as defined below) may acquire, own, lease, occupy, manage, or control (either directly or indirectly) the Property without Intermountain's prior written consent (which Intermountain may withhold, condition, or delay in its sole discretion), except to the extent required by any applicable law.
2. Definitions.
 - (a) "Basic Ancillary Services" means Healthcare Services that are (i) exclusively for the benefit of the patients of individual physicians, dentists, or other individual health care providers who Use improvements on the Property, (ii) ancillary and incidental to their practices, and (iii) customary in the practices of similarly-situated physicians, dentists, or other individual health care providers in the County.
 - (b) "Healthcare Services" means diagnostic, therapeutic, rehabilitative, laboratory, respiratory therapy, physician therapy, or other medical or health-related services, whether office or clinical, whether in-patient or out-patient, by or under the supervision of physicians (or any affiliated provider), dentists, medical personnel, or other health care providers.

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- (c) "Prohibited Healthcare Use" means Healthcare Services that duplicate or compete with those currently provided by Intermountain or currently available through Intermountain facilities located in the County, including without limitation:
- (i) surgical services of any kind (inpatient or outpatient, including surgical centers), except for surgical services that are Basic Ancillary Services;
 - (ii) imaging services of any kind (inpatient or outpatient, including imaging centers and any radiology, radiographic, ultrasound, teleradiology, or x-ray services), except for imaging services that are Basic Ancillary Services;
 - (iii) birthing and cancer care services of any kind (inpatient or outpatient, including birthing centers), except for birthing or cancer care services that are Basic Ancillary Services;
 - (iv) residential-care or other addiction-recovery or addiction treatment facilities (inpatient or outpatient); and
 - (v) residential-care or other treatment facilities for troubled or "at-risk" youth (inpatient or outpatient).
- (d) "Prohibited Healthcare Provider" means, other than Intermountain or any Intermountain affiliate:
- (i) an acute care hospital provider (e.g., Columbia/HCA, IASIS, University of Utah) or any subsidiary or affiliate of an acute care hospital provider;
 - (ii) any organization or entity formed or existing for medically-related nonprofit or tax-exempt purposes, except for a County healthcare office facility operated by the County and providing only administrative and other services that are not Prohibited Healthcare Uses; or
 - (iii) a healthcare provider, physician, or physician group (or an entity controlled by a healthcare provider, physician, physician group), or any person engaged in, or any entity formed or existing for purposes of a Prohibited Healthcare Use.
- (e) "Use" means occupying or using an improved space, on a reasonably ongoing basis or in any material respect, for the purpose for which the space was originally designed.
3. Remedies for Default. If Buyer violates the Healthcare Use Restrictions, Intermountain will notify Buyer in writing and Buyer will have 30 days to cure the default. If Buyer fails to cure the default, Intermountain may, in addition to any other remedies available to Intermountain at law or in equity, bring an appropriate action for injunctive relief or specific performance of this Declaration.
4. General Provisions. The Healthcare Use Restrictions and this Declaration are binding upon and constitute a covenant running with the Property, are binding upon Buyer and its successors and assigns, and inure to the benefit and constitute a covenant in favor of Intermountain and its successors and assigns. This Declaration will be construed, applied and enforced in accordance with the laws of the State of Utah.

[Signatures and acknowledgments follow]

DATED to be effective as of the date first written above.

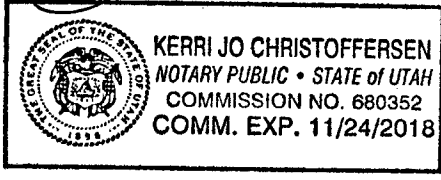
JOHN WADE HANSEN

John Wade Hansen

STATE OF UTAH)
COUNTY OF *Wade*) : ss.

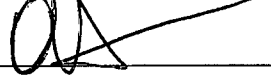
The foregoing instrument was acknowledged before me this *10* day of July, 2017, by JOHN WADE HANSEN, proved on the basis of satisfactory evidence to be the person whose name is subscribed to this instrument, and acknowledged he executed the same.

[Signature]
NOTARY SIGNATURE AND SEAL



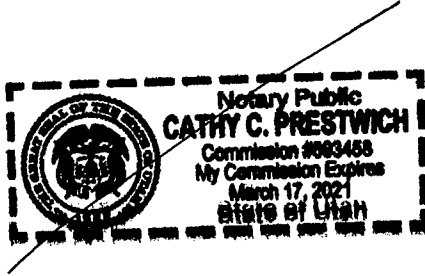
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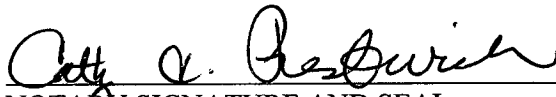
DEE REED HANSEN



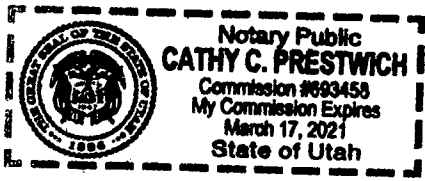
STATE OF UTAH)
): ss.
COUNTY OF Salt Lake)

The foregoing instrument was acknowledged before me this 6 day of July, 2017, by DEE REED HANSEN, proved on the basis of satisfactory evidence to be the person whose name is subscribed to this instrument, and acknowledged he executed the same.





NOTARY SIGNATURE AND SEAL



#693458

**Schedule A
to Declaration of Use Restrictions**

Description of Property

Real property located in Davis County, Utah, more particularly described as follows:

PARCEL 1:

A part of the Northeast Quarter of Section 21, Township 4 North, Range 1 West, SLB & M, U.S. Survey: Beginning at a point which is 385.17 feet North 89 degrees 23 minutes 40 seconds West along the Section Line, 33.00 feet South, 25.37 feet South 74 degrees 52 minutes 31 seconds East and 176.24 feet South 0 degrees 06 minutes 48 seconds West from the Northeast Corner of said Section 21; running thence South 89 degrees 53 minutes 12 seconds East 153.78 feet to the West line of Fairfield Road; thence South 0 minutes 48 seconds West 202.38 feet along said West line to the North line of Aspen East Subdivision No. 2, Layton City, Davis County, Utah; thence North 89 degrees 23 minutes 40 seconds West 216.25 feet along said North line; thence North 0 degrees 06 minutes 48 seconds East 200.52 feet; thence South 89 degrees 53 minutes 12 seconds East 62.46 feet to the point of beginning.

PARCEL 2:

Beginning at a point North 89°23'40" West 385.17 feet along the Section line, and South 33.0 feet to the South line of a street from the Northeast Corner of Section 21, Township 4 North, Range 1 West, Salt Lake Base and Meridian, in the City of Layton and running thence South 74°52'31" East 25.37 feet along said South line of Street; thence South 0°06'48" West 176.24 feet; thence North 89°53'12" West 62.46 feet; thence South 0°06'48" West 200.52 feet to the North line of Aspen East Subdivision No. 2; thence North 89°23'40" West 358.22 feet along the North line of said Subdivision; thence North 383.66 feet to the South line of a Street; thence South 89°23'40" East 396.94 feet along said South line to the point of beginning.

Said property is also known by the street address of: 939 N. Fairfield Road, Layton, UT 84040, Tax Serial Numbers 10-086-0023, 10-086-0025, 10-086-0036, and 10-086-0038.