

WHEN RECORDED RETURN TO:

Paul M. Harman, Esq.
Jones, Waldo, Holbrook & McDonough
1500 Wells Fargo Plaza
170 South Main Street
Salt Lake City, Utah 84101

E# 1570388 BK 1952 PG 1166
DOUG CROFTS, WEBER COUNTY RECORDER
31-AUG-98 1258 PM FEE \$14.00 DEP HB
REC FOR: CARBON.LAND.TITLE

SPECIAL WARRANTY DEED

THIS INSTRUMENT is executed as of the 31st of August, 1998, by **PacifiCare of Utah, Inc.**, a Utah corporation (formerly known as FHP of Utah, Inc.) ("Grantor"), whose address is 3120 Lake Center Drive, Santa Ana, California, in favor of **University of Utah**, a body corporate and politic of the State of Utah ("Grantee"), whose address is 127 South 500 East, Suite 310, Salt Lake City, Utah.

FOR THE SUM OF TEN DOLLARS (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are acknowledged, Grantor hereby conveys and warrants to Grantee against all persons claiming by, through or under Grantor, but not otherwise, certain real property located in Weber County, Utah, described on the attached Exhibit A, incorporated by this reference.

SUBJECT TO (i) current taxes and assessments, (ii) rights-of-way, easements, covenants, restrictions, reservations and other matters of record, (iii) facts, rights, interests or claims which could be ascertained by an inspection of the subject property or by making inquiry of persons in possession of the subject property, and (iv) discrepancies, conflicts in boundary lines, shortages in area, encroachments or other facts which a correct survey would disclose.

SUBJECT TO an unrecorded Second Amended and Restated Lease Agreement dated February 14, 1997 between Grantor, as Lessor, and Grantee, as Lessee, as assignee of the leasehold interest in said lease of MedPartners, Inc., a Delaware corporation (successor to Talbert Medical Management Corporation), for an initial term expiring on December 31, 2005.

GRANTOR has executed this instrument in favor of Grantee on the date set forth below, to be effective as of the date first set forth above.

GRANTOR:

PacifiCare of Utah, Inc.

By: _____

Name: Jeffrey M. Folick

Title: Chairman of the Board

Date: August 27, 1998

1166
23735

EXHIBIT A

LEGAL DESCRIPTION

Beginning at a point which is North 89 deg. 41'48" West 1084.15 feet along the section line and South 339.50 feet from the Northeast corner of Section 25, Township 6 North, Range 2 West, Salt Lake Base and Meridian; and running thence South 12 deg. 10'04 West 346.662 feet; thence North 89 deg. 41'48" West 565.747 feet to the East right of way line of the frontage road along Interstate 15 Highway (said frontage road right of way is 54.00 feet wide, which includes 40.00 feet from the original state road right of way plus an additional 14.00 feet taken by Weber County in 1984); thence continuing along said right of way North 9 deg. 13'23" West 344.00 feet; thence South 89 deg. 41'48" East 693.953 feet to the point of beginning.

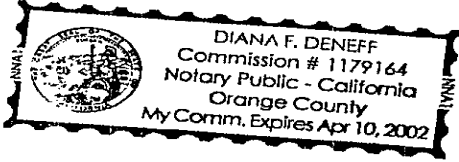
15-006-0096

ACKNOWLEDGMENT

STATE OF CALIFORNIA)
)
COUNTY OF ORANGE) SS.

On August 27, 1998, before me, Diana F. Deneff, a Notary Public, personally appeared Jeffrey M. Folick personally known to me - OR -- proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Diana F. Deneff
Signature of Notary

E# 1570388 BK 1952 PG 1168