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**SPECIAL WARRANTY DEED
(Improvements)**

THIS INDENTURE WITNESSETH, that BOYER-OGDEN MEDICAL ASSOCIATES NO. 2, LTD., a Utah limited partnership ("Grantor"), having acquired title incorrectly as Boyer Ogden Medical Associates No. 2, a Utah limited partnership, for and in consideration of one dollar and other valuable consideration, receipt of which is acknowledged, hereby CONVEYS AND WARRANTS against all persons claiming by, through or under Grantor to HCPI/UTAH, LLC, a Delaware limited liability company ("Grantee"), and its successors and assigns, all right, title and interest of Grantor in and to all improvements and attached fixtures (including an approximately 21,197 square foot medical office building) (collectively, the "Improvements") located in or on the following described real estate located in Weber County, State of Utah to-wit:


See Appendix A attached hereto and incorporated herein by this reference.

SUBJECT TO ALL MATTERS OF RECORD and any facts, rights, interests, or claims not shown by the public records but which would be disclosed by an inspection of the property or an accurate survey thereof, including, without limitation, any and all rights of the fee owner of the real estate (the "Fee Owner") pursuant to that certain Ground Lease dated April 29, 1991 (the "Ground Lease") executed between St. Benedict's Hospital, a Utah non-profit corporation ("Lessor") and Boyer Ogden Medical Associates No. 2, a Utah limited partnership ("Lessee").

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed this 20 day of January, 1999.

BOYER-OGDEN MEDICAL ASSOCIATES
NO. 2, LTD., a Utah limited partnership

By: THE BOYER COMPANY, L.C.,
a Utah limited liability company,
its General Partner

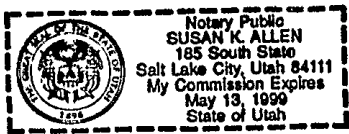
By: 
Name: H. Roger Boyer
Its: Chairman & Manager

E: 1608038 BK1987 PG2440
DOUG CROFTS, WEBER COUNTY RECORDER
25-JAN-99 3:47 PM FEE \$19.00 DEP BCT
REC FOR: FOUNDERS.TITLE

STATE OF Utah)
) SS.
COUNTY OF Salt Lake

Before me, a Notary Public in and for said County and State, personally appeared
H. Roger Boyer, of Boyer-Ogden Medical Associates P.C., Ltd., a UT LP, the
Grantor in the aforementioned Warranty Deed and acknowledged the execution thereof as the
free and voluntary act and deed of such Grantor.

IN WITNESS WHEREOF, I set my hand and notarial seal as of the date set forth
above as the date of the execution of said Warranty Deed.



Susan K. Allen, Notary Public
Residing in Salt Lake County, UT

My Commission Expires:
May 13, 1999

Mail Tax Bills to:

HCPI/Utah, LLC
4675 MacArthur Court, Suite 900
Newport Beach, California 92660

This instrument prepared by:

David C. Meckler, Esq.
Latham & Watkins
650 Town Center Drive
Suite 2000
Costa Mesa, California 92626

E# 1608038 BR 1987 PG2441

APPENDIX A

LEGAL DESCRIPTION

The land referred to herein is situated in Weber County, State of Utah, and is described as follows:

CLAIMS PT. 07-053-0027

PT. 07-053-0027-0038, 0039, 0040, 0041, 0042, 0043, 0044, 0045, 0046, 0047, 0048, 0049, 0050, 0051, 0052, 0053, 0054, 0055, 0056, 0057, 0058, 0059, 0060, 0061, 0062, 0063, 0064, 0065, 0066, 0067, 0068, 0069, 0070, 0071, 0072, 0073, 0074, 0075, 0076, 0077, 0078, 0079, 0080, 0081, 0082, 0083, 0084, 0085, 0086, 0087, 0088, 0089, 0090, 0091, 0092, 0093, 0094, 0095, 0096, 0097, 0098, 0099, 0100

PARCEL 1:

A PART OF THE SOUTHEAST QUARTER OF SECTION 17, TOWNSHIP 5 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN, U.S. SURVEY, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a point on the Southerly Wall of Wing No. 5 of St. Benedict's Hospital, 0.8 feet South 72°26'00" West from the most Easterly point of said Wing No. 5 of St. Benedict's Hospital, and said point being 697.24 feet North 0°26'00" East along the Section line and 506.08 feet North 89°34'00" West from the Southeast corner of Section 17, Township 5 North, Range 1 West, Salt Lake Base and Meridian, and running thence South 17°34'00" East 125.67 feet; thence South 72°26'00" West 95.33 feet; thence North 17°34'00" West 72.67 feet; thence South 72°26'00" West 21.33 feet; thence North 17°34'00" West 60.00 feet; thence North 72°26'00" East 32.79 feet, more or less, to the Westerly Wall of said Wing No. 5 of St. Benedict's Hospital; thence South 17°34'00" East 7.00 feet along said Wall to the Southern most point of said Wing No. 5 of St. Benedict's Hospital; thence North 72°26'00" East 83.87 feet along the Southerly Wall of said Wing No. 5 of St. Benedict's Hospital to the point of BEGINNING.

PARCEL 2:

The non-exclusive easements, licenses, rights and privileges, appurtenant to PARCEL 1 described above, for the installation, maintenance and connection to all underground utilities upon or under those portions of the following described land upon which no buildings or other improvements are located (other than utility, landscaping, parking, road, or sidewalk improvements), and the nonexclusive easements, appurtenant to PARCEL 1 described above, for vehicular and pedestrian ingress and egress to and from nearby public streets and roadways upon and across the roads, driveways, and sidewalks located from time to time upon the following described land, for driveway purposes (upon and across that portion of the land described in Exhibit "D" of the Replacement Cross-Easement Agreement referred to below, lying within the bounds of the following described "MRI BUILDING PARKING AND ACCESS PARCEL"), and for the parking of vehicles upon non-reserved parking areas located from time to time upon said land, as the same were created pursuant to that certain Replacement Cross-Easement Agreement recorded September 6, 1989 as Entry No. 1088238 in Book 1567 at Page 755 of the Official Records of the Weber County Recorder, to-wit:

MRI BUILDING PARCEL:

07-053-0043-ABS

A part of the Southeast Quarter of Section 17, Township 5 North, Range 1 West, Salt Lake Base and Meridian, U.S. Survey: Beginning at a point on the East outside wall of the main hospital building of St. Benedict's Hospital which is 1217.65 feet North 0°26'00" East along the East line of said Section 17 and 447.83 feet North 89°34'00" West from the Southeast corner of said Section 17; and running thence North 27°24'35" East 23.80 feet; thence North

APPENDIX A

LEGAL DESCRIPTION
(continued)

72°24'35" East 86.67 feet; thence North 17°35'25" West 100.75 feet along the Easterly wall of the MRI Building; thence South 72°24'35" West 103.50 feet to a point North 17°35'25" West from the Northeast corner of the existing Radiation Therapy Building; thence South 17°35'25" East 117.58 feet to the point of beginning.

MRI BUILDING PARKING AND ACCESS PARCEL: 07-053-0053-ABS.

A part of the Southeast Quarter of Section 17, Township 5 North, Range 1 West, Salt Lake Base and Meridian, U.S. Survey: Beginning at a point on the West line of Adams Avenue which is 1231.87 feet North 0°26'00" East along the East line of said Section 17 and 66.00 feet North 89°34'00" West from the Southeast corner of said Section 17; and running thence South 72°24'35" West 268.99 feet; thence North 17°35'25" West 73.92 feet; thence North 62°35'25" West 28.28 feet; thence North 17°35'25" West 27.53 feet; thence North 72°24'35" East 20.00 feet; thence South 17°35'25" East 23.39 feet; thence North 72°24'35" East 17.50 feet; thence South 17°35'25" East 25.00 feet; thence North 72°24'35" East 275.26 feet to said West line of Adams Avenue; thence South 0°26'00" West 78.49 feet along said West line of Adams Avenue to the point of beginning.

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E# 1608038 BK1987 PG2443