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10/16/2015 4:25:00 PM \$27.00  
Book - 10371 Pg - 1086-1093  
Gary W. Ott  
Recorder, Salt Lake County, UT  
COTTONWOOD TITLE  
BY: eCASH, DEPUTY - EF 8 P.

WHEN RECORDED, RETURN TO:

Parr Brown Gee & Loveless  
101 South 200 East, Suite 700  
Salt Lake City, Utah 84111  
Attention: Lamont Richardson, Esq.

PIN 21-26-276-008, 21-26-276-009,  
21-26-276-010 and 21-26-276-011

CTIA 78593-TF

**MEMORANDUM OF LEASE**

THIS MEMORANDUM OF LEASE (this "**Memorandum**") is entered into as of October <sup>Not</sup> 2015, between **ARBOR GARDNER BINGHAM JUNCTION OFFICE 3, L.C.**, a Utah limited liability company ("**Landlord**"), and **CHG HEALTHCARE SERVICES, INC.**, a Delaware corporation ("**Tenant**").

W I T N E S S E T H: That,

1. Landlord is the owner of certain parcels of real property located in Salt Lake County, Utah, as more particularly described in attached Exhibit "A" (the "**Property**").
2. On April 22, 2015, Landlord and Tenant entered into that certain Lease Agreement (the "**Lease**") pursuant to which Landlord agreed to lease to Tenant certain buildings and other improvements to be constructed on the Property, and to grant to Tenant certain additional rights to use common areas and parking areas located on the Property, as specified in the Lease. Capitalized terms used but not defined herein shall have their meanings set forth in the Lease.
3. The Lease has an initial term of 144 full calendar months plus the partial calendar month in which the Rent Commencement Date occurs if the Rent Commencement Date is a day other than the first day of the calendar month. The initial term is subject to extension as provided in the Lease.
4. Landlord and Tenant have executed and delivered this Memorandum for the purpose of memorializing, of record, their mutual understandings regarding the Lease. All of the terms, covenants and conditions regarding the foregoing are more particularly set forth in the Lease. In the event of conflict between the terms and condition set forth in this Memorandum and the terms and conditions set forth in the Lease, the and conditions of the Lease shall govern and control.
5. The purpose of this Memorandum is to give record notice of the Lease and of the rights created thereby, all of which are hereby confirmed and incorporated herein by reference.

[signature page follows]

IN WITNESS WHEREOF, Landlord and Tenant have signed and sealed this Memorandum as of the date and year first above written.

LANDLORD:

**ARBOR GARDNER BINGHAM JUNCTION  
OFFICE 3 L.C.**, a Utah limited liability company

By: KC Gardner Company, L.C., a Utah limited liability company

By:   
Name: Christa Gunn  
Title: Manager

By: Arbor Commercial Real Estate L.L.C., a Utah limited liability company

By: \_\_\_\_\_  
Name:  
Title: Manager

TENANT:

**CHG HEALTHCARE SERVICES, INC.**, a Delaware corporation

By: \_\_\_\_\_  
Name:  
Title:

IN WITNESS WHEREOF, Landlord and Tenant have signed and sealed this Memorandum as of the date and year first above written.

LANDLORD:

**ARBOR GARDNER BINGHAM JUNCTION  
OFFICE 3 L.C.**, a Utah limited liability company

By: KC Gardner Company, L.C., a Utah limited liability company

By: \_\_\_\_\_

Name:

Title: Manager

By: Arbor Commercial Real Estate L.L.C., a Utah limited liability company

By:  \_\_\_\_\_

Name:

Title: Manager

TENANT:

**CHG HEALTHCARE SERVICES, INC.**, a Delaware corporation

By: \_\_\_\_\_

Name:

Title:

IN WITNESS WHEREOF, Landlord and Tenant have signed and sealed this Memorandum as of the date and year first above written.

LANDLORD:

**ARBOR GARDNER BINGHAM JUNCTION  
OFFICE 3 L.C.**, a Utah limited liability company

By: KC Gardner Company, L.C., a Utah limited liability company


By: \_\_\_\_\_  
Name:  
Title: Manager

By: Arbor Commercial Real Estate L.L.C., a Utah limited liability company

By: \_\_\_\_\_  
Name:  
Title: Manager

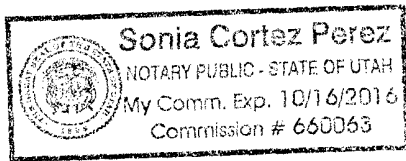
TENANT:

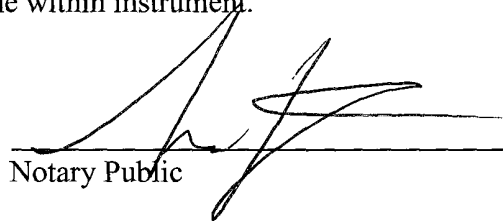
**CHG HEALTHCARE SERVICES, INC.**, a Delaware corporation

By:   
Name: SEAN DAILEY  
Title: CFO

STATE OF UTAH )  
 ) : ss.  
COUNTY OF SALT LAKE )

On this 14 day of October, 2015, personally appeared before me CHRISTIAN GARDNER, a manager of KC Gardner Company, L.C., a Utah limited liability company, a manager of Arbor Gardner Bingham Junction Office 3, L.C., a Utah limited liability company and acknowledged to me that Arbor Gardner Bingham Junction Office 3, L.C., a Utah limited liability company executed the within instrument.



  
\_\_\_\_\_  
Notary Public

STATE OF UTAH )  
 ) : ss.  
COUNTY OF SALT LAKE )

On this \_\_\_\_ day of October, 2015, personally appeared before me \_\_\_\_\_, a manager of Arbor Commercial Real Estate L.L.C., a Utah limited liability company, a manager of Arbor Gardner Bingham Junction Office 3, L.C., a Utah limited liability company and acknowledged to me that Arbor Gardner Bingham Junction Office 3, L.C., a Utah limited liability company executed the within instrument.

\_\_\_\_\_  
Notary Public

STATE OF UTAH )  
 ) : ss.  
COUNTY OF SALT LAKE )

On this \_\_\_\_ day of October, 2015, personally appeared before me \_\_\_\_\_, a manager of KC Gardner Company, L.C., a Utah limited liability company, a manager of Arbor Gardner Bingham Junction Office 3, L.C., a Utah limited liability company and acknowledged to me that Arbor Gardner Bingham Junction Office 3, L.C., a Utah limited liability company executed the within instrument.

\_\_\_\_\_  
Notary Public

STATE OF UTAH )  
 ) : ss.  
COUNTY OF SALT LAKE )

*mm* On this 14 day of October, 2015, personally appeared before me ~~at~~ Cory Gust, a manager of Arbor Commercial Real Estate L.L.C., a Utah limited liability company, a manager of Arbor Gardner Bingham Junction Office 3, L.C., a Utah limited liability company and acknowledged to me that Arbor Gardner Bingham Junction Office 3, L.C., a Utah limited liability company executed the within instrument.

*mm*  
\_\_\_\_\_  
Notary Public



STATE OF UTAH                    )  
  ): ss.  
COUNTY OF SALT LAKE    )

On this 16<sup>th</sup> day of October, 2015, personally appeared before me Sean Dailey, a CFO of CHG Healthcare Services, Inc., a Delaware corporation, and acknowledged to me that CHG Healthcare Services, Inc., a Delaware corporation, executed the within instrument.

Bridget Smith  
Notary Public

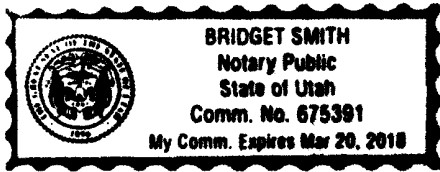


EXHIBIT "A"  
Depiction of Property

The following real property located in Salt Lake County, Utah:

Lots 1, 2, 3 and 4, VIEW 72 RETAIL SUBDIVISION 3RD AMENDED, according to the official plat thereof as recorded in the office of the Salt Lake County Recorder, State of Utah.

Tax Id No: 21-26-276-010, 21-26-276-011, 21-26-276-009 and 21-26-276-008