

RECORDING REQUESTED BY &
WHEN RECORDED, RETURN TO:

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

Tax Parcel No. 11-856-0001

DECLARATION OF USE RESTRICTIONS

JF PARKWAY PARTNERS QOZB, LLC, a Utah limited liability company ("Buyer"), enters this DECLARATION OF USE RESTRICTIONS (this "Declaration") on April 29, 2021, 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.

- (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, Steward Health, 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.


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

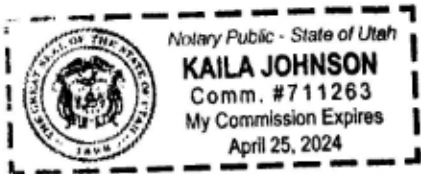
JF PARKWAY PARTNERS QOZB, LLC,
a Utah limited liability company

By: 
Print Name: Owen Fisher
Title: Managing Partner

STATE OF UTAH)
 : ss.
COUNTY OF DAVIS)

The foregoing instrument was acknowledged before me this 21st day of April, 2021, by Owen Fisher, the Managing Partner of JF Parkway Partners QOZB, LLC, a Utah limited liability company.


NOTARY SIGNATURE AND SEAL



**Schedule A
to Declaration of Use Restrictions**

Description of Real Property

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

LOT 1, LAYTON PARKWAY NORTH SUBDIVISION, ACCORDING TO THE OFFICIAL PLAT THEREOF ON FILE AND RECORDED MARCH 20, 2020, AS ENTRY NO. 3235533, IN BOOK 7474 AT PAGE 347, MAP NO. 6192, IN THE OFFICE OF THE DAVIS COUNTY RECORDER, UTAH.

Tax Parcel No. 11-856-0001