CONSENT TO MODIFICATION OF USE RESTRICTION

On this 6th day of October, 1992, for $1.00 and other good and valuable consideration, the undersigned former and present property owners of the real estate located in Manchester, Delaware County, Iowa, legally described as:

> That part of the Southwest Quarter (SW1/4) of the Southwest Quarter (SW1/4) of Section Twenty Nine (29), Township Eighty Nine (89) North, Range Five (5), West of the Fifth Principal Meridian described as commencing at the Southwest corner of Vacated Lot Four Hundred Sixty Three (463), Four Hundred Sixty Four (464), Four Hyndred Sixty Five (465), and Four Hundred Sixty Six (466) to the Southeast corner of said Lot Four Hundred Sixty Six (466), thence West two hundred sixty four (264.0) feet along the South lines of Vacated Lots Four Hundred Twenty Seven, Four Hundred Twenty Eight (428), Four Hundred Twenty Nine (429) and Four Hyundred Thirty (430) to the Southwest corner of said Lot Four Hundred Thrity (430), thence South one hundred thirty five (135.0) feet to the point of beginning;

consent to the modification of the use restriction contained in a Contract between Arthur J. Arends and M. A. Arends, M.D. and Manchester Enterprises, Inc. dated February 14, 1977, filed November 1, 1978 in Book 104, L.D., Page 239 in the office of the Delaware County Recorder, as set forth below:

> 7. RESTRICTIONS AND RESERVATIONS. This contract, and the real estate herein described agreed to be conveyed, shall be subject to the following restrictions and reservations:
>
> (a) It is the express understanding of the sellers that the Buyer proposes to construct a building or buildings containing office modules for use as a medical clinic; that such buildings, or modules, will be leased or sold only to Doctors of Medicine, Osteopathy, Dental Science, Optometry, or Orthodontia.

The modification of the use restriction shall read as follows:

> 7. RESTRICTIONS AND RESERVATIONS: This contract, and the real estate herein described agreed to be conveyed, shall be subject to the following restrictions and reservations:

FILE No. 8-2420 | FILED FOR RECORD THE 8 DAY OF February, 1994 AT 3:25 O'CLOCK P M. BOOK 4 PAGE 167 | STATE OF IOWA, DELAWARE COUNTY Deborah L. Peyton, Recorder
RECORDING FEE $ 26.00 | Misc.
TRANSFER FEE $

(a) It is the express understanding of the parties that the buildings located on said real estate will be leased or sold only to Hospitals, Physical Therapists, Psychologists, Engineers, Land Surveyors, Accountants, Architects, Landscape Architects, Realty Companies, Insurance Companies, Banks, Credit Unions, Savings and Loan Institutions, Attorneys, Governmental Agencies, or Doctors of Medicine, Osteopathy, Dental Science, Optometry, or Orthodontia.

This agreement to modify the aforementioned use restriction shall be binding upon all subsequent owners and their grantees, heirs, successors or assigns who acquire any right, title or interest in the aforementioned property.

The undersigned parties to this agreement acknowledge that the remaining restrictions and reservations set forth in the aforementioned Contract between Arthur J. Arends and M. A. Arends, M.D. and Manchester Enterprises, Inc., except for those specifically eliminated by the Warranty Deed between Arthur J. Arends and Mary Ann Arends and Manchester Enterprises, Inc. dated June 8, 1979, filed June 19, 1979 in Book 105, L.D., Page 326, in the office of the Delaware County Recorder, still remain in full force and effect and are unchanged by this Agreement.

Witness the hands of the parties the day and year first above written.

PRESENT PROPERTY OWNER:

Mercy Care Management, Inc.

Marc Gullickson

Marc Gullickson, C.E.O.

STATE OF IOWA)
) ss:
COUNTY OF LINN)

On this 21 day of September, 1992, before me, the undersigned, a Notary Public in and for the state of Iowa, personally appeared Marc Gullickson, to me personally known, who being by me duly sworn, did say that he is the C.E.O. of Mercy Care

Management, Inc., executing the foregoing instrument; that (no seal has been procured by) ~~(the seal affixed thereto is the seal of)~~ the corporation; that the instrument was signed ~~(and sealed)~~ on behalf of the corporation by authority of its Board of Directors; the voluntary act and deed of the corporation and of the fiduciary, by it and by him and as the fiduciary voluntarily executed.

Margaret Carney
NOTARY PUBLIC IN THE STATE OF IOWA
MARGARET CARNEY

FORMER PROPERTY OWNERS:

Manchester Enterprises:

John E. Tyrrell
President
JOHN E. TYRRELL

D. William Johnson
Secretary
D. WILLIAM JOHNSON

STATE OF IOWA)
) ss:
COUNTY OF DELAWARE)

On this 6th day of October, 1992, before me, the undersigned, a Notary Public in and for the state of Iowa, personally appeared John E. Tyrrell and D. William Johnson, to me personally known, who being by me duly sworn, did say that they are the President and Secretary, respectively, of Manchester Enterprises, executing the foregoing instrument; that (no seal has been procured by) ~~(the seal affixed thereto is the seal of)~~ the corporation; that the instrument was signed ~~(and sealed)~~ on behalf of the corporation by authority of its Board of Directors; the voluntary act and deed of the corporation and of the fiduciary, by it, by them and as the fiduciary voluntarily executed.

Vera M. Goedken
NOTARY PUBLIC IN AND FOR
THE STATE OF IOWA Vera M. Goedken

Mary Ann Lorenz, M.D.
a/k/a M.A. Arends, M.D. and
Mary Ann Arends, M.D.

Harold Lorenz

STATE OF IOWA)
) ss:
COUNTY OF Delaware)

On this 20 day of August, 1992, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared Mary Ann Lorenz, M.D., a/k/a M.A. Arends, M.D. and Mary Ann Arends, M.D., and ~~Harold Lorenz~~ known to be the identical persons named in and who executed the foregoing instrument, and acknowledged that they executed the instrument as their voluntary act and deed.

NOTARY PUBLIC IN AND FOR
THE STATE OF IOWA
THOMAS J. HANSON

Paul A. Searles, D.O.

Lesta B. Searles

STATE OF WISCONSIN)
) ss:
COUNTY OF Wisconsin)

On this 16th day of September, 1992, before me, the undersigned, a Notary Public in and for the State of Wisconsin, personally appeared Paul A. Searles, D.O. and Lesta B. Searles known to be the identical persons named in and who executed the foregoing instrument, and acknowledged that they executed the instrument as their voluntary act and deed.

NOTARY PUBLIC IN AND FOR THE
STATE OF WISCONSIN
DARLENE M. RAETHER

STATE OF WISCONSIN
DARLENE
M.
RAETHER
NOTARY PUBLIC

STATE OF IOWA)
) ss:
COUNTY OF DELAWARE)

On this 25th day of August, 1992, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared Harold Lorenz, known to be the identical person named in and who executed the foregoing instrument, and acknowledged that he executed the same as his voluntary act and deed.



Vonda Billhorn
Notary Public in and for the State of Iowa
Vonda Billhorn