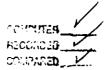
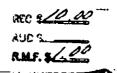
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AMENDMENT TO LEASE

MADISON COUNTY, IOWA

THIS AMENDMENT TO LEASE, made and entered into, by and between MADISON

COUNTY MEMORIAL HOSPITAL, hereinafter called "Landlord," and COMMUNITY

CHILD CARE, LTD., hereinafter called "Tenant".

WHEREAS, Landlord and Tenant entered into a Lease on November 12, 1996.

WHEREAS, the parties desire to amend said Lease.

NOW THEREFORE IT IS AGREED AS FOLLOWS:

- 1. Paragraph 10 of said Lease is hereby amended to read as follows:
- 10. Assignment and Subletting. Tenant shall have the right to assign this lease or mortgage its interest in this Lease, and to sublet the premises.

In the event Tenant proposes to assign this lease, mortgage its interest in this Lease, or sublet the premises, Tenant shall give the Landlord thirty (30) days' notice of such proposed action. Landlord may within such 30-day period cancel this Lease, and all of Tenant's rights thereto, provided that Landlord pays in full the outstanding balance owing upon the Rural Development United States Department of Agriculture indebtedness which is secured by this Lease.

Landlord shall also have the right to cancel this Lease in the event it does not use the premises for community child care, sick child care and adult day care. In the event of such cancellation by Landlord, Landlord shall pay in full the outstanding balance owing upon the Rural Development United States Department of Agriculture indebtedness which is secured by this Lease.

Landlord shall also have the right to grant Tenant permission to sublease or use such premises or a portion of such premises for entities that provide services to children and families in the community, provided that the sublease or use by such entities shall be subject to approval by the Board of Trustees of the Madison County Memorial Hospital.

2. In all other respects, said Lease is hereby ratified and confirmed.

Dated this ____ day of June, 1997.

MADISON COUNTY MEMORIAL HOSPITAL

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COMMUNITY CHILD CARE, LTD.

By Dyn Brue & Resilant

(no acknowledge)