

01 JUN 8 PM4:00

Vol MQ1 Page 27333

AFTER RECORDING RETURN TO:
Boivin, Uerlings & Dilaconi, P.C.
Attn: James R. Uerlings
803 Main Street, Suite 201
Klamath Falls, OR 97601

K-55749

AGREEMENT FOR RECIPROCAL ACCESS TO WALKWAY EASEMENT

~~May~~ ^{June} This Agreement for Reciprocal Access Easement (the "Agreement") is made as of this 8th day of ~~May~~, 2001, by and between Merle West Medical Center, Inc., 2865 Daggett Avenue, Klamath Falls, Oregon ("MWMC"); Plum Ridge Care Community, LLC, an Oregon limited liability company ("PRCC"); and Klamath Falls Intercommunity Hospital Authority, a hospital authority formed pursuant to ORS 441 (the "Authority"). The true and actual consideration paid is other than money.

BACKGROUND

The Authority owns certain real property described on the attached **Exhibit A** (the "Plum Ridge Property"), on which sits Plum Ridge Care Center, a skilled nursing facility ("Plum Ridge"). MWMC has leased Plum Ridge from the Authority. MWMC is now selling to PRCC certain personal property assets used in the operation of Plum Ridge, and in connection with the sale, is subleasing to PRCC the Plum Ridge Property.

MWMC also owns Merle West Medical Center, which sits on certain real property adjacent to the Plum Ridge Property, as legally described on the attached **Exhibit B** (the "Medical Center Property").

There exists a walkway that connects the Medical Center Property and the Plum Ridge Property, as diagramed on the attached **Exhibit C-1** and described on **Exhibit C-2** (the "Walkway"). In addition to facilitating easy pedestrian access to and from the Medical Center Property and the Plum Ridge Property, the Walkway houses piping, tubing and other infrastructure that facilitates the transmission of medical oxygen and medical vacuum from the Medical Center Property to the Plum Ridge Property (the "Equipment").

MWMC and the Authority wish to grant each other the reciprocal right to use this Walkway, and the Authority wishes to grant to MWMC the right to access the Walkway so that MWMC may continue to operate and maintain the Equipment. PRCC wishes to acknowledge the rights of the Authority and MWMC as described herein.

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AGREEMENT FOR RECIPROCAL
ACCESS TO WALKWAY EASEMENT

Page 1
May 7, 2001

K711

AGREEMENT

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the parties, it is agreed as follows:

1. Mutual Grant of Easement.

1.1 Grant by MWMC to the Authority. MWMC grants to the Authority a nonexclusive easement for pedestrian ingress and egress to the Medical Center Property (the "Authority Easement") over that portion of the Walkway located on the Medical Center Property. The Authority Easement is granted as a right appurtenant to the Plum Ridge Property that shall run with the land and border the Medical Center Property. The Authority Easement is granted for the benefit of the Authority and the Authority's lessees, mortgagees, successors, assigns, and its business invitees, licensees, representatives, and employees (collectively the "Authority Permitted Users"), subject to the restrictions, covenants, and charges set forth in this Agreement.

1.2 Grant by the Authority to MWMC. The Authority grants to MWMC a nonexclusive easement for (a) pedestrian ingress and egress to Plum Ridge and the Plum Ridge Property and (b) the operation, maintenance, inspection, testing, accessing and monitoring of the Equipment (the "MWMC Easement") over that portion of the Walkway located on the Plum Ridge Property. The MWMC Easement is granted as a right appurtenant to the Medical Center Property that shall run with the land and border the Plum Ridge Property. The MWMC Easement is granted for the benefit of MWMC and MWMC's lessees, mortgagees, successors, assigns, and its business invitees, licensees, representatives, and employees (collectively the "MWMC Permitted Users"), subject to the restrictions, covenants, and charges set forth in this Agreement. Nothing contained herein shall be construed to require MWMC to operate, maintain or otherwise provide PRCC with any service related to the Equipment. Any such obligation shall be covered by a separate written agreement, if any, between the parties hereto.

2. Rights and Restrictions. MWMC Permitted Users and PRCC Permitted Users (jointly referred to as "Permitted Users") will have the right to use the easements described in this Agreement only for the specific purposes set forth in this Agreement. All Permitted Users' use will cause a minimum of interference to others. Use of the easements may be on a regular, continuous, nonexclusive, non-priority basis, benefiting all Permitted Users. However, the rights set forth herein will not lapse if the Permitted Users fail to use the easements on a continuous basis.

3. Survival. The reciprocal easements described in this Agreement will bind and inure to the benefit of the successors and assigns of the parties to this Agreement.

4. Maintenance. MWMC shall repair and maintain the portion of the walkway and improvements on the Medical Center Property and Plum Ridge shall maintain the portion of the walkway and improvements on the Plum Ridge Property.

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IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first written above.

MERLE WEST MEDICAL CENTER, INC.
2865 Daggett Street
Klamath Falls, OR 97601

Paul Brown

By: Paul Stewart
Its: President/CEO

[illegible]

This instrument was acknowledged before me on this 29 day of ~~May~~ ^{June}, 2001 by Paul Stewart as President/CEO of Merle West Medical Center, Inc.

NOTARY PUBLIC FOR OREGON
My Commission Expires: 8-2-03

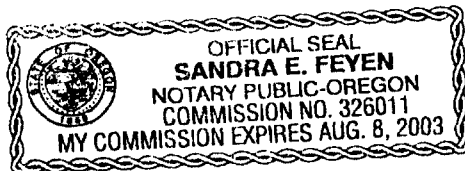
PLUM RIDGE CARE COMMUNITY LLC
2735 12th Street SE
Salem, OR 97202

L. Hand

By: Jon Harder
Its: Manager

STATE OF OREGON)
) ss.
County of ~~Klamath~~)
 Marion *af*

This instrument was acknowledged before me on this 22 day of May, 2001 by Jon Harder as Manager of Plum Ridge Care Community, LLC.



Sandra E. Feyen
NOTARY PUBLIC FOR OREGON
My Commission Expires: 8-8-03

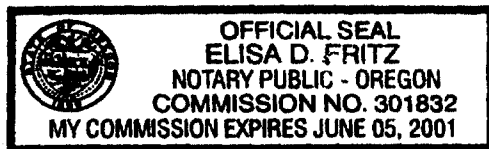
KLAMATH FALLS INTERCOMMUNITY
HOSPITAL AUTHORITY
City Hall - 500 Klamath Avenue
Klamath Falls, OR 97601

By: Tim Amuchastegui
Its: President

By: Betty Dickson
Its: Secretary

State of Oregon)
)ss.
County of Klamath)

This instrument was acknowledged before me on this 11th day of May, 2001 by Tim Amuchastegui and Betty Dickson, who are, respectively, the President and the Secretary, of the Klamath Falls Intercommunity Hospital Authority.



Elisa D. Fritz
NOTARY PUBLIC FOR OREGON
My Commission expires: 6-5-01

ADKINSCONSULTING
ENGINEERS, INC.

Engineers



Planners



Surveyors

**PROPERTY DESCRIPTION FOR PLUM RIDGE CARE CENTER
EXCLUDING PORTION OF MPMC PARKING LOT
AND INCLUDING SIDEWALK ENCROACHMENT**

A tract of land situated in the SW¼ NE¼ of Section 20, Township 38 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, being a portion of Blocks 6, 7 and 8 and vacated Hilltop Street and vacated Foothill Boulevard, McLoughlin Heights subdivision, according to the official plat thereof on file in the office of the County Clerk of Klamath County, Oregon, and more particularly described as follows:

Commencing at the northeast corner of McLoughlin Heights; thence South 0°46'00" West along the east boundary of McLoughlin Heights 100.00 feet to the true point of beginning of this description; thence continuing South 0°46'00" West along the east boundary of McLoughlin Heights 572.30 feet to the north boundary of vacated Foothill Boulevard; thence 40.57 feet along the arc of a 20.00 foot radius curve to the right (the long chord of which bears South 58°53' West 33.97 feet); thence North 63°00'00" West along the north boundary of Foothill Boulevard 104.35 feet; thence 482.81 feet along the arc of a 774.83 foot radius curve to the left (the long chord of which bears North 80°51'03" West 475.03 feet); thence leaving said road boundary North 20°39'40" East 504.11 feet; thence South 89°21'00" East 420.87 feet to the true point of beginning, TOGETHER WITH the northerly one-half of vacated Foothill Boulevard abutting the southerly boundary of the above described parcel;

ALSO INCLUDING Lots 8, 9, 10, 11, 12, 13, 14 and 15 of Block 6 of McLoughlin Heights subdivision, TOGETHER WITH the southerly one-half of vacated Foothill Boulevard abutting the northerly boundary of said Lots 8, 9, 10, 11, 12, 13, 14 and 15 of Block 6;

EXCEPTING THEREFROM Lots 8, 9, 10, 11, 12, 13, 14 and 15 of Block 6 of McLoughlin Heights subdivision, TOGETHER WITH the southerly one-half of vacated Foothill Boulevard abutting the northerly boundary of said Lots 8, 9, 10, 11, 12, 13, 14 and 15 of Block 6;

ALSO EXCEPTING THEREFROM the following described parcel: Commencing at the NE 1/16 corner of Section 20, Township 38 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, being the northeast corner of McLoughlin Heights subdivision; thence along the east boundary of said McLoughlin Heights and the east line of the SW¼ NE¼ of said Section 20 South 0°46'00" West 100.00 feet to the northeast corner of that parcel described as Parcel 1 in Deed Volume M91, Page 13596, Records of Klamath County, Oregon; thence along the northerly boundary of said parcel North 89°21'00" West 420.87 feet to the northwest corner of said parcel; thence South 20°39'40" West 504.11 feet to the southwest corner of that parcel described in Deed

Exhibit A

Page 1 of 2



Volume M75, Page 8321, Records of Klamath County, Oregon and the True Point of Beginning for this description; thence South $08^{\circ}42'06''$ East 25.00 feet to the centerline of vacated Foothill Boulevard; thence following said centerline along the arc of a 749.83 foot radius non-tangent curve to the right 82.06 feet, the long chord of which bears South $84^{\circ}26'01''$ West 82.02 feet; thence leaving said centerline North $09^{\circ}10'20''$ West 12.82 feet; thence South $80^{\circ}17'48''$ West 17.62 feet; thence North $09^{\circ}32'02''$ West 17.40 feet; thence South $80^{\circ}54'52''$ West 63.92 feet to the point of beginning;

ALSO EXCEPTING THEREFROM the following described portion of Parcel 1 of Deed Volume M91, Page 13596, Records of Klamath County, Oregon,: Beginning at a point on the east boundary of McLoughlin Heights which bears South $0^{\circ}46'00''$ West 100.00 feet from the northeast corner thereof, said point being the northeast corner of said Parcel 1 of Deed Volume M91, Page 13596; thence North $89^{\circ}21'00''$ West along the north line of said parcel 420.87 feet to the northwest corner thereof; thence South $20^{\circ}39'40''$ West along the westerly line of said parcel 173.00 feet to a point; thence along the southerly line of said parcel South $86^{\circ}54'35''$ East 274.87 feet; thence leaving said southerly line North $15^{\circ}01'01''$ East 28.90 feet; thence North $72^{\circ}20'55''$ East 13.09 feet; thence South $69^{\circ}41'02''$ East 99.96 feet; thence South $24^{\circ}30'18''$ East 3.74 feet to the southerly line of said Parcel 1; thence South $86^{\circ}54'35''$ East to a point on the east line of said parcel; thence North $0^{\circ}46'00''$ East along said east line 183.00 feet to the point of beginning;

1047-28
March 7, 2001

EXHIBIT B

DESCRIPTION OF PROPERTY
REVISED 4/26/2001

The following described real property situate in Klamath County, Oregon

PARCEL 1: HOSPITAL

A:

A parcel of land situate in the SW1/4NE1/4 of Section 20, Township 38 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, more particularly described as follows:

Beginning at an iron pin marking the Northeast corner of said SW1/4NE1/4 of Section 20, Township 38 South, Range 9 East of the Willamette Meridian; thence S. 0°46' W. along the East line of said SW1/4NE1/4 a distance of 100.00 feet to a point; thence N. 89°21' W. a distance of 420.87 feet to a point; thence S. 20°39'40" W. a distance of 504.11 feet to a point on the Northerly line of Foothill Boulevard in the plat of McLoughlin Heights Subdivision; thence, Westerly along said Northerly line to its intersection with the Northeasterly line of Daggett Avenue as shown on the plat of Re-subdivision of a portion of McLoughlin Heights; thence Northwesterly along the Northeasterly line of Daggett Avenue to an iron pin on the West line of said SW1/4NE1/4; thence N 0°51' E. along said West line a distance of 381.24 feet, more or less, to the Northwest corner of said SW1/4NE1/4; thence S. 89°21' E. along the North line of said SW1/4NE1/4 a distance of 1318.1 feet, more or less, to the point of beginning.

B:

Lots 1 thru 7 and Lots 16 thru 22 in Block 6 of McLoughlin Heights, according to the official plat thereof on file in the records of Klamath County, Oregon.

C:

A parcel of land situate in the SE1/4NW1/4 of Section 20, Township 38 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, more particularly described as follows:

Beginning at a Brass cap monument marking the Northeast corner of said SE1/4NW1/4 of Section 20, which monument also marks the Northwest corner of McLoughlin Heights Subdivision, thence N. 89° 10' W. along the North line of said SE1/4NW1/4 a distance of 182.58 feet to a point on the Easterly line of Campus Drive; thence S. 2°38' W. along the Easterly line of Campus Drive to its intersection with the



Northerly line of Daggett Avenue; thence East along the Northerly line of Daggett Avenue a distance of 191.34 feet, more or less, to the East line of said SE1/4NW1/4; thence N. 0°51' E., along said East line a distance of 381.24 feet, more or less, to the point of beginning.

PARCEL 2: BUSINESS OFFICE

A parcel of land situated in the SE1/4NW1/4 of Section 20, Township 38 South, Range 9 E.W.M., Klamath County, Oregon, more particularly described as follows: Beginning at a 5/8 inch iron pin on the Easterly line of that parcel described in Volume M69 page 5894, Deed Records of Klamath County, Oregon, which point bears N. 0°51' E. a distance of 549.15 feet from the center one-quarter corner of said Section 20; thence N. 87°49' W. a distance of 85.0 feet, thence S 0°51' W. a distance of 107.95 feet; thence S. 87°49' E. a distance of 85.0 feet, to the East line of said SE1/4NW1/4; thence N. 0°51' E. along said East line a distance of 107.95 feet to the point of beginning.

PARCEL 3: CANCER CENTER

A. A portion of vacated and repartitioned Block 5 of Resubdivision of a portion of McLoughlin Heights, more particularly described as follows:

Beginning at a point on the Easterly boundary of relocated Uhrmann Road and the Westerly boundary of vacated and repartitioned Block 5 of Resubdivision of a portion of McLoughlin Heights from which the monument marking the center quarter section corner of Section 20, Township 38 South, Range 9 East of the Willamette Meridian, bears N. 82°01' W. 60.47 feet and S. 0°51' W. 674.8 feet distance and the Northwest corner of said Block 5 bears N. 0°51' E. 170.5 feet distant; thence S. 82°01' E 174.7 feet to a point on the easterly boundary of said Block 5; thence S. 12°26'20" E. along said Easterly boundary 159.0 feet to a point; thence N. 82°01' W. 211.6 feet to a point on the westerly boundary of said Block 5 thence N. 0°51' E. 150.25 feet, more or less, to the point of beginning.

EXCEPTING THEREFROM the Northerly 23.0 feet thereof as described in Volume M72 page 5888, Deed Records of Klamath County, Oregon.

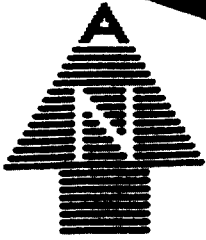
B. A portion of vacated and repartitioned Block 5 of Resubdivision of a portion of McLoughlin Heights, more particularly described as follows:

Beginning on the easterly boundary of relocated Uhrmann Road and the westerly boundary of vacated and repartitioned Block 5 of Resubdivision of a portion of McLoughlin Heights from which the monument marking the center quarter section corner of Section 20, T. 38 S. R. 9 E.W.M., bears N. 82°01' W. 60.47 feet and and S. 0°51' W. 524.55 feet distant and the Northwest corner of said Block 5 bears N. 0°51' E.



320.75 feet distant; thence S. $82^{\circ}01'$ E. 211.6 feet to a point on the easterly boundary of said Block 5; thence following the easterly, southerly and westerly boundaries of said block 5, S. $12^{\circ}26'20''$ E. 59.2 feet; thence along a circular curve to the right (which has radius of 20.0 feet, a central angle of $110^{\circ}25'20''$, and a long chord which bears S. $42^{\circ}56'30''$ W. 32.96 feet) a distance of 38.5 feet to a point; thence N. $82^{\circ}01'$ W. 185.35 feet to a point; thence along a circular curve to the right (which has a radius of 20.0 feet; a central angle of $82^{\circ}52'$, and a long chord which bears N. $40^{\circ}35'$ W. 26.45 feet) a distance of 28.9 feet to a point; thence N. $0^{\circ}51'$ E. 65.6 feet, more or less, to the point of beginning.

12' WIDE STEAM
EASEMENT
CENTERLINE



SCALE: 1" = 100'

MERLE WEST
MEDICAL CENTER

N69°34'44"W 49.10
(C OF 20' WIDE
EASEMENT)

S8°42'06"E
25.00

PARKING LOT
EASEMENT

LINE TABLE		
LINE	LENGTH	BEARING
L1	63.92	S80°54'52"W
L2	17.40	N09°32'02"W
L3	17.62	S80°17'48"W
L4	12.82	N09°10'20"W

CURVE TABLE					
CURVE	RADIUS	LENGTH	DELTA	CHORD BRG.	CHORD
C1	749.83	82.06	6°16'13"	N84°26'01"E	82.02

S84°24'26"W 592.34
(TIE TO NE COR. McLOUGHLIN HEIGHTS)

FOUND 5/8"
IRON ROD PER
C.S. 6488

(S89°21'00"E 420.87')

NE 1/16 COR. SEC. 20
AND N.E. CORNER OF
McLOUGHLIN HEIGHTS

FOUND P.K. WASHER
LS 688 PER C.S. 6488

PARCEL 1 OF M91 PG. 13596

PLUM RIDGE CARE CENTER
M75 PG. 8321

CENTERLINE VACATED
FOOTHILL BOULEVARD

BRYANT

WILLIAMS

DRIVE (PRIVATE)

R=749.83'
L=487.23'
Δ=35°42'06"
CB=S80°51'03"E
CH=459.71'

PARCEL 2 OF M91 PG. 13596
LOTS 8-15, BLOCK 6

CRYSTAL TERRACE

ADKINS



2000 Shasta Way • Klamath Falls, Oregon 97603 • (541) 884-4888 • FAX (541) 884-6338
Klamath Falls, OR • Medford, OR • Astoria, CA

Engineers & Planners & Surveyors

SKETCH OF EASEMENTS

JAN. 19, 2000

1047-28

DESCRIPTION
FOR
WALKWAY EASEMENT

A 20 foot wide strip of land situated in the SW¼ of the NE¼ of Section 20, Township 38 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, being ten (10) feet wide on each side of center line, said center line being more particularly described as follows:

Commencing at the NE 1/16 corner of said section, being the northeast corner of McLoughlin Heights subdivision; thence along the east boundary of said McLoughlin Heights and the east line of said SW¼ NE¼ South 0°46'00" West 100.00 feet to the northeast corner of a parcel described as Parcel 1 in Deed Volume M91, Page 13596, records of Klamath County, Oregon; thence along the northerly boundary of said parcel North 89°21'00" West 420.87 feet to the northwest corner of said parcel; thence South 20°39'40" West 173.00 feet to the southwest corner of said parcel and the northwest corner of that parcel described in Deed Volume M75, Page 8321, Records of Klamath County, Oregon; thence continuing South 20°39'40" West to Point A, said point being on the westerly boundary of said parcel described in Deed Volume M75, Page 8321, and the True Point of Beginning for this description; thence North 69°34'44" West 49.10 feet, more or less, to the easterly wall of the Merle West Medical Center building, with the sidelines of said strip to be lengthened or shortened to terminate on the westerly line of said parcel described in Deed Volume M75, Page 8321 and at the easterly wall and the northerly extension thereof, of said Merle West Medical Center building.

ALSO INCLUDING a 20 foot wide strip of land situated in the SW¼ of the NE¼ of Section 20, Township 38 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, being ten (10) feet wide on each side of center line, said center line being more particularly described as follows: Beginning at the above describe Point A; thence South 69°34'44" East 40.00 feet, more or less, to the westerly wall of the Plum Ridge Care Center building, with the sidelines of said strip to be lengthened or shortened to terminate on the westerly line of said parcel described in Deed Volume M75, Page 8321 and at the westerly wall of said Plum Ridge Care Center building.

1047-28
April 30, 2001

State of Oregon, County of Klamath
Recorded 06/08/01, at 4:00 p.m.
In Vol. M01 Page 27333
Linda Smith,
County Clerk Fee\$ 71.00

Exhibit C-2