

Recording Requested By and
When Recorded Return to:

Ervin, Cohen & Jessup, LLP
9401 Wilshire Boulevard
Ninth Floor
Beverly Hills, CA 90212
Attn: Gary Q. Michel, Esq.

Space Above Line for Recorder's Use Only

AMENDMENT NO. 1 TO
MEMORANDUM OF LEASE

THIS AMENDMENT NO. 1 TO MEMORANDUM OF LEASE ("First Amendment") is made and entered into as of the 14th day of January, 2002 by and between **DESERT HEALTHCARE DISTRICT** (fka Desert Hospital District), a political subdivision of the State of California ("Lessor"), and **TENET HEALTHSYSTEM DESERT, INC.**, a California corporation ("Lessee"), with reference to the following facts:

A. Lessor and Lessee are parties to that certain Memorandum of Lease dated as of May 30, 1997 and recorded on such date as Instrument No. 191275 in the Official Record of the County Recorder of Riverside County, California (the "**Memorandum**").

B. Concurrently with the date hereof, Lessor and Lessee have amended the Lease to delete from the Leased Premises that portion of the Leased Premises described in **Exhibit I** attached hereto and hereinafter referred to as the "**Hanson House Site**". Lessor and Lessee wish to amend the Memorandum to conform to the Lease as so amended by deleting the Hanson House Site from the Leased Premises.

NOW, THEREFORE, in consideration of the foregoing recitals, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lessor and Lessee hereby amend the Memorandum as follows:

1. Definitions

Unless otherwise defined in this First Amendment, all capitalized terms used herein shall have the meanings given to them in the Memorandum.

2. Deletion of Hanson House Site from Leased Premises

The Leased Premises shall not include any portion of the Hanson House Site as described in Exhibit I of this First Amendment. Accordingly, Exhibit "A" of the Memorandum is amended in its entirety to read as set forth on **Exhibit II** attached hereto.


3. Effect on Memorandum; General Provisions

Except as set forth in this First Amendment, the terms and provisions of the Memorandum are hereby ratified and declared to be in full force and effect. Each reference to the Memorandum in any agreement contemplated thereby or executed in connection therewith, whether or not accompanied by reference to this First Amendment, shall be deemed a reference to the Memorandum as amended by this First Amendment. This First Amendment may be executed in one or more counterparts, each of which shall be deemed an original and all of which, when taken together, shall constitute one and the same instrument. The sole purpose of this instrument is to give notice of the Lease, as amended, and all of its terms, covenants and conditions to the same extent as if the Lease, as amended, were fully set forth herein.

IN WITNESS WHEREOF, the parties have executed this First Amendment on the date written above.

Lessee:

TENET HEALTHSYSTEM DESERT, INC.

By:  1/14/02
Name: Kenneth W. Westbrook
Title: Authorized Signatory

Lessor:

DESERT HEALTHCARE DISTRICT

By: _____
Name: _____
Title: _____

3. Effect on Memorandum; General Provisions

Except as set forth in this First Amendment, the terms and provisions of the Memorandum are hereby ratified and declared to be in full force and effect. Each reference to the Memorandum in any agreement contemplated thereby or executed in connection therewith, whether or not accompanied by reference to this First Amendment, shall be deemed a reference to the Memorandum as amended by this First Amendment. This First Amendment may be executed in one or more counterparts, each of which shall be deemed an original and all of which, when taken together, shall constitute one and the same instrument. The sole purpose of this instrument is to give notice of the Lease, as amended, and all of its terms, covenants and conditions to the same extent as if the Lease, as amended, were fully set forth herein.

IN WITNESS WHEREOF, the parties have executed this First Amendment on the date written above.


Lessee:

TENET HEALTHSYSTEM DESERT, INC.

By: _____
Name: _____
Title: _____

Lessor:

DESERT HEALTHCARE DISTRICT

By: 
Name: MARK MATTHEWS
Title: PRESIDENT

State of California)
) ss
County of Orange)

On January 11, 2001, before me, Mary A. Patten, a Notary Public in and for said County and State, personally appeared Richard F. Westmore, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Mary A. Patten
Notary Public

(Seal)



State of California)
) ss
County of Riverside)

On _____, 2001, before me, _____, a Notary Public in and for said County and State, personally appeared _____, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Notary Public

(Seal)

State of California)
) ss
County of _____)

On _____, 2001 before me, _____, a Notary Public in and for said County and State, personally appeared _____, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

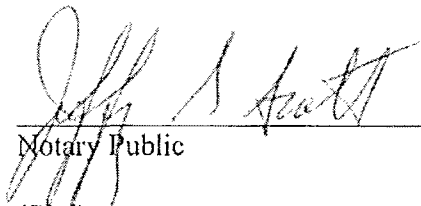
Notary Public

(Seal)

State of California)
) ss
County of Riverside)

On 1/15, 2002 before me, Jeffrey G. Scott, a Notary Public in and for said County and State, personally appeared Mark Puthenveedu, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



Notary Public
(Seal)

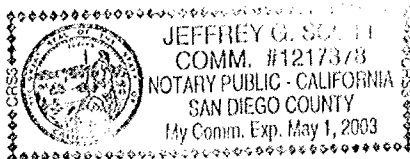


EXHIBIT I
LEGAL DESCRIPTION
OF
HANSON HOUSE SITE

IN THE CITY OF PALM SPRINGS, COUNTY OF RIVERSIDE, STATE OF CALIFORNIA, THAT PORTION OF PARCEL 1 OF PARCEL MAP NO. 26805, ON FILE IN BOOK 188 AT PAGES 91 AND 92 OF PARCEL MAPS, RIVERSIDE COUNTY RECORDS, BEING IN THE NORTHWEST QUARTER OF SECTION 11, TOWNSHIP 4 SOUTH, RANGE 4 EAST, S.B.M., MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE CENTERLINE INTERSECTION OF INDIAN CANYON DRIVE AND MEL AVENUE AS SHOWN ON SAID PARCEL MAP NO. 26805;

THENCE NORTH 89°57'26" EAST ALONG SAID CENTERLINE OF MEL AVENUE, A DISTANCE OF 660.91 FEET;

THENCE SOUTH 00°01'39" EAST, A DISTANCE OF 25.00 FEET TO AN ANGLE POINT IN THE NORTHERLY BOUNDARY LINE OF SAID PARCEL 1 OF PARCEL MAP NO. 26805, AND THE TRUE POINT OF BEGINNING;

THENCE NORTH 89°59'15" EAST ALONG SAID NORTHERLY BOUNDARY LINE A DISTANCE OF 30.00 FEET;

THENCE SOUTH 00°01'08" WEST, A DISTANCE OF 305.39 FEET TO A POINT ON THE SOUTHERLY BOUNDARY LINE OF SAID PARCEL 1;

THENCE ALONG THE SOUTHERLY, WESTERLY AND NORTHERLY BOUNDARY LINES OF SAID PARCEL 1 THROUGH THE FOLLOWING ELEVEN (11) COURSES:

1. SOUTH 89°58'31" WEST, A DISTANCE OF 30.00 FEET TO AN ANGLE POINT IN SAID SOUTHERLY BOUNDARY LINE;
2. SOUTH 89°59'46" WEST, A DISTANCE OF 118.00 FEET TO A POINT ON A NON-TANGENT CURVE, CONCAVE SOUTHWESTERLY AND HAVING A RADIUS OF 104.50 FEET, A RADIAL LINE TO SAID POINT BEARS NORTH 31°41'41" EAST;
3. THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 15°19'55", AN ARC DISTANCE OF 27.96 FEET;
4. THENCE TANGENT TO SAID CURVE NORTH 73°38'14" WEST, A DISTANCE OF 48.39 FEET TO THE BEGINNING OF A TANGENT CURVE, CONCAVE NORTHEASTERLY AND HAVING A RADIUS OF 33.50 FEET;

5. THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 62°51'53", AN ARC DISTANCE OF 36.76 FEET;

6. THENCE TANGENT TO SAID CURVE NORTH 10°46'21" WEST, A DISTANCE OF 46.44 FEET;

7. THENCE SOUTH 89°44'00" WEST, A DISTANCE OF 23.38 FEET;

8. THENCE NORTH 00°04'43" WEST, A DISTANCE OF 68.76 FEET;

9. THENCE NORTH 89°59'54" EAST, A DISTANCE OF 90.18 FEET;

10. THENCE NORTH 00°02'08" WEST, A DISTANCE OF 140.14 FEET;

11. THENCE NORTH 89°57'26" EAST, A DISTANCE OF 155.53 FEET TO THE TRUE POINT OF BEGINNING.

COMPRISING 1.534 ACRES (66,822 S.F.), MORE OR LESS.

SUBJECT TO EXISTING RIGHTS-OF-WAY AND EASEMENTS OF RECORD.

EXHIBIT II
LEGAL DESCRIPTION
OF
LEASED PREMISES

(amended and restated Exhibit "A" of Memorandum)

DIVISION I

PARCEL A-1

LOT 1 OF TRACT NO. 27039 AS SHOWN BY MAP ON FILE IN BOOK 261 PAGES 17 AND 18 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF RIVERSIDE COUNTY.

PARCEL A-2

THAT PORTION OF PARCEL 2 OF PARCEL MAP NO. 23597 ON FILE IN BOOK 163, PAGES 79 AND 80 OF PARCEL MAPS, DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF LOT 1 OF TRACT NO. 27039 AS SHOWN BY MAP ON FILE IN BOOK 261 PAGES 17 AND 18 OF MAPS, RIVERSIDE COUNTY RECORDS;

THENCE NORTH 89° 59' 00" EAST 335.55 FEET; THENCE SOUTH 00° 02' 00" EAST, A DISTANCE OF 478.51 FEET;

THENCE SOUTH 89° 56' 26" WEST, A DISTANCE OF 315.54 FEET TO THE BEGINNING OF A TANGENT CURVE, CONCAVE NORTHEASTERLY AND HAVING A RADIUS OF 20.00 FEET;

THENCE NORTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 90° 01' 34", AN ARC DISTANCE OF 31.43 FEET;

THENCE TANGENT TO SAID CURVE NORTH 00° 02' 00" WEST, A DISTANCE OF 35.97 FEET TO THE BEGINNING OF A TANGENT CURVE, CONCAVE EASTERLY AND HAVING A RADIUS OF 48.00 FEET;

THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 15° 17' 28", AN ARC DISTANCE OF 12.81 FEET;

THENCE TANGENT TO SAID CURVE NORTH 15° 15' 28" EAST, A DISTANCE OF 29.39 FEET TO THE BEGINNING OF A TANGENT CURVE, CONCAVE WESTERLY AND HAVING A RADIUS OF 72.00 FEET;

THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 15° 17' 28", AN ARC DISTANCE OF 19.22 FEET;

THENCE TANGENT TO SAID CURVE NORTH 00° 02' 00" WEST, A DISTANCE OF 95.71 FEET;

THENCE SOUTH 89° 58' 00" WEST, A DISTANCE OF 12.00 FEET;

THENCE NORTH 00° 02' 00" WEST, A DISTANCE OF 266.98 FEET TO THE POINT OF BEGINNING.

A LOT LINE ADJUSTMENT NO. 96-09 WAS RECORDED SEPTEMBER 9, 1996 AS INSTRUMENT NO. 340036 OFFICIAL RECORDS.

PARCEL B:

IN THE CITY OF PALM SPRINGS, COUNTY OF RIVERSIDE, STATE OF CALIFORNIA, THAT PORTION OF THE NORTHWEST QUARTER OF SECTION 11, TOWNSHIP 4 SOUTH, RANGE 4 EAST, S.B.M., DESCRIBED AS PORTIONS OF PARCELS "A" AND "B" OF LOT LINE ADJUSTMENT NO. 90-08, APPROVED BY THE CITY OF PALM SPRINGS AND RECORDED JUNE 24, 1993, AS INSTRUMENT NOS. 242380 AND 242381, RECORDS OF SAID RIVERSIDE COUNTY, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWEST CORNER OF SAID PARCEL "B" OF LLA NO. 90-08;

THENCE ALONG THE BOUNDARY LINES OF SAID PARCEL "B" THE FOLLOWING SIX (6) COURSES:

NORTH 89° 58' 26" EAST, A DISTANCE OF 871.58 FEET TO THE BEGINNING OF A TANGENT CURVE, CONCAVE NORTHWESTERLY AND HAVING A RADIUS OF 20.00 FEET; THENCE NORTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 89° 57' 38", AN ARC DISTANCE OF 31.40 FEET;

THENCE TANGENT TO SAID CURVE NORTH 00° 01' 12" WEST, A DISTANCE OF 760.95 FEET;

THENCE SOUTH 89° 58' 31" WEST, A DISTANCE OF 616.66 FEET;

THENCE SOUTH 89° 59' 46" WEST, A DISTANCE OF 118.00 FEET TO A POINT ON A NON-TANGENT CURVE, CONCAVE SOUTHWESTERLY AND HAVING A RADIUS OF 104.50 FEET, A RADIAL LINE TO SAID POINT BEARS NORTH 31° 41' 41" EAST;

THENCE SOUTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 16° 53' 58", AN ARC DISTANCE OF 30.82 FEET;

THENCE CONTINUING ALONG THE BOUNDARY LINE OF SAID PARCEL "B" AND THE SOUTHWESTERLY PROLONGATION THEREOF SOUTH 48° 35' 39" WEST, A DISTANCE OF 25.50 FEET TO A POINT ON A NON-TANGENT CURVE, CONCAVE SOUTHWESTERLY AND HAVING A RADIUS OF 79.00 FEET, A RADIAL LINE TO SAID POINT BEARS NORTH 48° 35' 39" EAST;

THENCE SOUTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 6° 56' 24", AN ARC DISTANCE OF 9.57 FEET;

THENCE TANGENT TO SAID CURVE SOUTH 34° 27' 57" EAST, A DISTANCE OF 14.48 FEET TO THE BEGINNING OF A TANGENT CURVE, CONCAVE WESTERLY AND HAVING A RADIUS OF 9.00 FEET;

THENCE SOUTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 66° 25' 19", AN ARC DISTANCE OF 10.43 FEET TO A POINT ON A REVERSE CURVE, CONCAVE EASTERLY AND HAVING A RADIUS OF 41.00 FEET, A RADIAL LINE TO SAID POINT BEARS NORTH 58° 02' 38" WEST;

THENCE SOUTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 9° 48' 24" AN ARC DISTANCE OF 7.02 FEET;

THENCE NON-TANGENT TO SAID CURVE NORTH 89° 58' 00" EAST, A DISTANCE OF 27.26 FEET;

THENCE SOUTH 00° 02' 00" EAST, A DISTANCE OF 56.59 FEET TO A POINT ON A NON-TANGENT CURVE, CONCAVE SOUTHWESTERLY AND HAVING A RADIUS OF 9.00 FEET, A RADIAL LINE TO SAID POINT BEARS NORTH 54° 31' 24" EAST;

THENCE SOUTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 20° 35' 03" AN ARC DISTANCE OF 3.23 FEET TO THE BEGINNING OF A COMPOUND CURVE, CONCAVE WESTERLY AND HAVING A RADIUS OF 155.00 FEET, A RADIAL LINE TO SAID POINT BEARS NORTH 75° 06' 27" EAST;

THENCE SOUTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 44° 42' 08" AN ARC DISTANCE OF 120.93 FEET TO THE BEGINNING OF A COMPOUND CURVE, CONCAVE NORTHWESTERLY AND HAVING A RADIUS OF 65.00 FEET, A RADIAL LINE TO SAID POINT BEARS SOUTH 60° 11' 25" EAST;

THENCE SOUTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 38° 22' 01" AN ARC DISTANCE OF 43.53 FEET TO THE BEGINNING OF A COMPOUND CURVE, CONCAVE NORTHERLY AND HAVING A RADIUS OF 9.00 FEET, A RADIAL LINE TO SAID POINT BEARS SOUTH 21° 49' 24" EAST;

THENCE WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 33° 49' 11", AN ARC DISTANCE OF 5.31 FEET TO THE BEGINNING OF A REVERSE CURVE, CONCAVE SOUTHERLY AND HAVING A RADIUS OF 32.00 FEET, A RADIAL LINE TO SAID POINT BEARS NORTH 11° 59' 47" EAST;

THENCE WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 51° 03' 07", AN ARC DISTANCE OF 28.51 FEET TO A POINT ON AFOREMENTIONED BOUNDARY LINES OF PARCEL "B" OF LOT LINE ADJUSTMENT NO. 92-08;

THENCE ALONG SAID BOUNDARY LINES THROUGH THE FOLLOWING THREE (3) COURSES:

SOUTH 00° 02' 00" EAST, A DISTANCE OF 19.15 FEET; THENCE SOUTH 89° 58' 00" WEST, A DISTANCE OF 121.45 FEET; THENCE SOUTH 00° 02' 00" EAST, A DISTANCE OF 478.51 FEET TO THE POINT OF BEGINNING.

A LOT LINE ADJUSTMENT NO. 96-09 WAS RECORDED SEPTEMBER 9, 1996 AS INSTRUMENT NO. 340036 OFFICIAL RECORDS.

DIVISION II

PARCEL 1:

PARCEL 1 OF PARCEL MAP NO. 26805 AS SHOWN BY MAP ON FILE IN BOOK 188 PAGES 91 AND 92 OF PARCEL MAPS, RIVERSIDE COUNTY RECORDS, EXCEPTING THEREFROM THE FOLLOWING DESCRIBED PROPERTY:

IN THE CITY OF PALM SPRINGS, COUNTY OF RIVERSIDE, STATE OF CALIFORNIA, THAT PORTION OF PARCEL 1 OF PARCEL MAP NO. 26805, ON FILE IN BOOK 188 AT PAGES 91 AND 92 OF PARCEL MAPS, RIVERSIDE COUNTY RECORDS, BEING IN THE NORTHWEST QUARTER OF SECTION 11, TOWNSHIP 4 SOUTH, RANGE 4 EAST, S.B.M., MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE CENTERLINE INTERSECTION OF INDIAN CANYON DRIVE AND MEL AVENUE AS SHOWN ON SAID PARCEL MAP NO. 26805;

THENCE NORTH 89°57'26" EAST ALONG SAID CENTERLINE OF MEL AVENUE, A DISTANCE OF 660.91 FEET;

THENCE SOUTH 00°01'39" EAST, A DISTANCE OF 25.00 FEET TO AN ANGLE POINT IN THE NORTHERLY BOUNDARY LINE OF SAID PARCEL 1 OF PARCEL MAP NO. 26805, AND THE TRUE POINT OF BEGINNING;

THENCE NORTH 89°59'15" EAST ALONG SAID NORTHERLY BOUNDARY LINE A DISTANCE OF 30.00 FEET;

THENCE SOUTH 00°01'08" WEST, A DISTANCE OF 305.39 FEET TO A POINT ON THE SOUTHERLY BOUNDARY LINE OF SAID PARCEL 1;

THENCE ALONG THE SOUTHERLY, WESTERLY AND NORTHERLY BOUNDARY LINES OF SAID PARCEL 1 THROUGH THE FOLLOWING ELEVEN (11) COURSES:

1. SOUTH 89°58'31" WEST, A DISTANCE OF 30.00 FEET TO AN ANGLE POINT IN SAID SOUTHERLY BOUNDARY LINE;
2. SOUTH 89°59'46" WEST, A DISTANCE OF 118.00 FEET TO A POINT ON A NON-TANGENT CURVE, CONCAVE SOUTHWESTERLY AND HAVING A RADIUS OF 104.50 FEET, A RADIAL LINE TO SAID POINT BEARS NORTH 31°41'41" EAST;
3. THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 15°19'55", AN ARC DISTANCE OF 27.96 FEET;
4. THENCE TANGENT TO SAID CURVE NORTH 73°38'14" WEST, A DISTANCE OF 48.39 FEET TO THE BEGINNING OF A TANGENT CURVE, CONCAVE NORTHEASTERLY AND HAVING A RADIUS OF 33.50 FEET;
5. THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 62°51'53", AN ARC DISTANCE OF 36.76 FEET;

6. THENCE TANGENT TO SAID CURVE NORTH 10°46'21" WEST, A DISTANCE OF 46.44 FEET;
7. THENCE SOUTH 89°44'00" WEST, A DISTANCE OF 23.38 FEET;
8. THENCE NORTH 00°04'43" WEST, A DISTANCE OF 68.76 FEET;
9. THENCE NORTH 89°59'54" EAST, A DISTANCE OF 90.18 FEET;
10. THENCE NORTH 00°02'08" WEST, A DISTANCE OF 140.14 FEET;
11. THENCE NORTH 89°57'26" EAST, A DISTANCE OF 155.53 FEET TO THE TRUE POINT OF BEGINNING.

PARCEL 2:

PARCEL 2 OF PARCEL MAP NO. 26805 AS SHOWN BY MAP ON FILE IN BOOK 188 PAGES 91 AND 92 OF PARCEL MAPS, RIVERSIDE COUNTY RECORDS.

PARCEL 3:

IN THE CITY OF PALM SPRINGS, COUNTY OF RIVERSIDE, STATE OF CALIFORNIA, DESCRIBED AS:

LOTS 74, 75, 76 AND 77 OF THE JOHN MEL TRACT AS PER MAP ON FILE IN BOOK 13 PAGE 18 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF RIVERSIDE COUNTY.

PARCEL 4:

IN THE CITY OF PALM SPRINGS, COUNTY OF RIVERSIDE, STATE OF CALIFORNIA DESCRIBED AS:

LOTS 17 AND 18 OF THE JOYCE TRACT AS PER MAP RECORDED IN BOOK 13 PAGE 18 OF MAPS, RIVERSIDE COUNTY RECORDS.