



January 4, 2017

Mark Gregson
Chief Executive Officer
Estes Park Medical Group
PO Box 2740
Estes Park, CO 80517

Dear Mr. Gregson:

Thank you for the opportunity to work with you and your physician practice. Pursuant to our conversations we agree to revise the administrative services as previously outlined in the engagement letter dated November 21, 2016. The scope and nature of the services are revised as follows: to be provided are as follows:

1. Administrative Services: January 4-5, 2017

You requested that I be onsite to attend the Physician – Administrative Team meeting on January 4, 2017 and to begin preparation for the implementation of our key recommendations. These services were not included in our original engagement. We will invoice you for my time at \$250 an hour less a courtesy discount of 10%. Travel costs and expenses will be billed in addition to these hours.

2. Extension of Services

John Candelaria's last day in your facility was scheduled to be January 11, 2017. You have requested that we extend the services through February 15, 2017 and we agree to do so. We will attempt to accommodate specific requests from you for schedule changes.

The administrative services will remain as outlined in the original engagement letter. These administrative services may be extended by mutual consent.

3. Fees

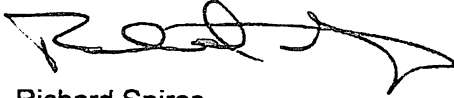
Our standard hourly fees are \$250 per hour for Senior Consultants, \$175 per hour for Consultants and \$65 for administrative personnel less a courtesy discount of 10%. We agree to cap our fees (excluding expenses) for the extension period to no more than \$15,750. Should unforeseen circumstances arise which significantly impact this fee estimate, you will be advised in writing before we undertake any services that would cause us to exceed the agreed cap.

We will invoice you on the 1st and 15th of each month. All invoices will be due upon receipt. Expenses will be billed as incurred.

All other terms and conditions of the original engagement letter will apply to the service extension.

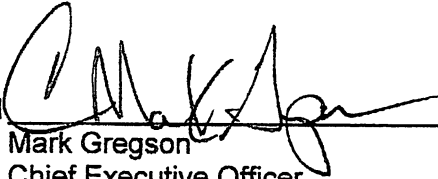
If this letter correctly sets forth your understanding of the terms and objectives of the engagement, please so indicate by signing in the space provided below and returning a copy to me.

Sincerely,



Richard Spires
President

The above letter sets forth my understanding of the terms and scope of the practice management engagement. We agree to pay the fees and expenses as noted above.

Signed 
Mark Gregson
Chief Executive Officer

Date 1/4/17