

# EXHIBIT "X"

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Form of NYUHC Assignee Acknowledgment and Agreement

The undersigned, \_\_\_\_\_, a \_\_\_\_\_, being an assignee (the "*Assignee*") under that certain Purchase and Sale Agreement dated June 30, 2014, between **FPG COBBLE HILL ACQUISITIONS, LLC**, a Delaware limited liability company, as "*Purchaser*," **DOWNSTATE AT LICH HOLDING COMPANY, INC.**, a New York not-for-profit corporation, as "*Seller*," **NYU HOSPITALS CENTER**, a New York not-for-profit corporation, and for certain purposes **FORTIS PROPERTY GROUP, LLC**, a Delaware limited liability company (the "*Agreement*"), hereby delivers this acknowledgement and agreement pursuant to Section 20.7(c) of the Agreement. Capitalized terms used herein and not otherwise defined shall have the meanings given thereto in the Agreement.

In partial consideration of those rights and benefits received by Assignee as an assignee of all or a portion of NYUHC's rights under the Agreement, Assignee hereby:

- (c) represents to Seller and to Seller's successors and assigns that Assignee has read and fully understands the provisions of the Agreement and the Exhibits and Schedules thereto, including without limitation the provisions of Section 15 of the Agreement and the provisions of the New Medical Site Deed and the Declaration of Covenants and Restrictions that apply to the New Medical Site and New Medical Premises;
- (d) acknowledges NYUHC's obligations and Seller's (or its assignee's) rights under Section 15 of the Agreement and agrees to comply fully with and be bound by the provisions thereof; and
- (e) acknowledges the corresponding restrictions in the New Medical Site Deed and Declaration of Covenants and Restrictions that apply to the New Medical Site and New Medical Premises and agrees to comply fully with and be bound by such restrictions.

**IN WITNESS WHEREOF**, the undersigned has executed and delivered this acknowledgement and agreement as of the \_\_\_\_ day of \_\_\_\_\_, 2014.

[ \_\_\_\_\_,  
a \_\_\_\_\_ ]

By: \_\_\_\_\_

Name:

Title: