

**ADDENDUM TO
HEALTH SERVICES AGREEMENT**

²⁰¹⁵ This Addendum to Health Services Agreement (the "Addendum"), to be effective ~~Jan. 29, 2014~~, is hereby attached to and made part of the Health Services Agreement by and between Lexington Fayette Urban County Government ("Client") and Marathon Health, Inc. ("Marathon") dated September 20, 2011, for certain preventive, wellness, disease management, health consultation and/or primary care services.

WITNESSETH

WHEREAS, on September 20, 2011, Client entered into an agreement with Marathon for preventive, wellness, disease management, health consultation and primary care services for its employees to begin on January 18, 2012 (the "Original Agreement").

WHEREAS, the Parties, jointly wish to amend to the Original Agreement to allow for the addition of a third mid-level provider to respond to growing demand for services and engagement of the population served for purposes of health improvement.

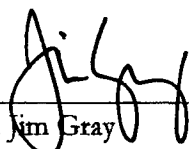
NOW, THEREFORE, in consideration of the promises, terms, covenants and conditions set forth herein and in the Original Agreement, the Parties agree as follows:

Schedule A, Section III is amended to read that staffing shall consist of (1) one full time physician, (3) three full time nurse practitioners or physician assistants, (3) three full time medical assistants and (1) one practice support specialist.

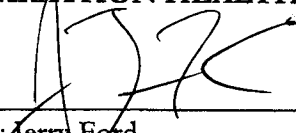
Schedule B is amended such that Annual Base Service Fee will be increased by \$105,000 with a one-time implementation fee of \$13,900 to fit up an additional exam room, purchase computers and equipment, and recruit and train the new mid-level provider.

The parties hereto have caused this Addendum to be duly executed and delivered as of the 4th day of February, 2014.
2015

LFUCG


By: Jim Gray
Mayor

MARATHON HEALTH


By: Jerry Ford
CEO