

assignment of the IDX Contract to SVMD.

10. The IDX Applications are necessary for the operation of the Clinics. VMF no longer needs to utilize the IDX Contract and has made other arrangements with IDX for the removal of or access to data being stored by IDX. Absent the assignment requested in the Motion, the Debtors would reject the IDX Contract, creating additional rejection damages costs to the estates.

or such lesser amount as may be agreed between IDX and SVMD, as a condition to assumption and

11. I believe that the assumption and assignment of the IDX Contract to SVMD is fair and equitable and in the best interests of the estates as it will complete the SVMD Sale as originally contemplated in the SVMD Sale Motion and allow SVMD to continue to operate the Clinics.

I declare under penalty of perjury and of the laws in the United States of America, the foregoing is true and correct.

Executed this 11th day of November, at Los Angeles, California.

RICHARD G. ADCOCK