

After recording, return to:
BALL, JANIK & NOVACK
One Main Place
101 SW Main Street
Suite 1100
Portland, OR 97204
Attn: Gary D. Cole

382 - 1130

95-29217

SUPPLEMENTAL DECLARATION
TO
DECLARATION OF COVENANTS, CONDITIONS,
AND RESTRICTIONS FOR CROSSWATER

This SUPPLEMENTAL DECLARATION TO DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS FOR CROSSWATER (this "Declaration") is made this 19 day of July, 1995, by CROSSWATER DEVELOPMENT, L.L.C., an Oregon limited liability company ("Development"), and CROSSWATER MARKETING, L.L.C., an Oregon limited liability company ("Marketing").

Recitals:

A. Development caused to be recorded (i) that certain Declaration of Covenants, Conditions, and Restrictions for Crosswater in the land records of Deschutes County, Oregon, in Book 346, Page 1105 on July 21, 1994 (the "Original Declaration"), and (ii) that certain Amendment to Declaration of Covenants, Conditions, and Restrictions for Crosswater in the land records of Deschutes County, Oregon, in Book 376, Page 958 on June 15, 1995 (the Original Declaration as amended, the "Existing Declaration").

B. Development owns all of the real property in Deschutes County, Oregon legally described on the attached Exhibit A (the "Development Property"). Marketing owns all of the real property in Deschutes County, Oregon legally described on the attached Exhibit B (the "Marketing Property"). The Development Property and the Marketing Property are collectively referred to as the "Supplemental Property."

C. Development has designated Marketing as a declarant authorized to annex property to the Existing Declaration in accordance with Sections 1.17 and 2.3 of the Existing Declaration.

D. Pursuant to Section 2.1.1 of the Existing Declaration, Development and Marketing desire to subject the Supplemental Property to the Existing Declaration, upon the terms and conditions contained in this Declaration.

Declarations:

NOW, THEREFORE, Development and Marketing declare as follows:

SECTION 1 DEFINITIONS

Except to the extent otherwise defined herein, the defined terms used in this Declaration shall have the meanings given to such terms in the Existing Declaration.

SECTION 2 ADDITION OF PROPERTY

2.1 Addition. Development and Marketing declare that all of the Supplemental Property is hereby added to the Properties and shall be held, conveyed, hypothecated, encumbered, used, occupied, and improved in perpetuity subject to the easements, covenants, restrictions, and charges contained in the Existing Declaration.

2.2 Application of Declaration. The Supplemental Property, including any Improvements thereon, shall be subject to all of the easements, covenants, restrictions, and charges set forth in the Existing Declaration.

2.3 Common Area. The legal description of any Supplemental Property that constitutes Common Area is attached as Exhibit C.

SECTION 3 MISCELLANEOUS PROVISIONS

3.1 Construction; Severability. This Declaration and the Existing Declaration shall be liberally construed as one document to effect the addition of the Supplemental Property to the Properties. Nevertheless, each provision of this Declaration and the Existing Declaration shall be deemed independent and severable, and the invalidity or partial invalidity of any provision shall not affect the validity or enforceability of the remaining part of that or any other provisions.

3.2 Run with Land. This Declaration and the easements, covenants, reservations and charges described herein shall run with the land and shall be binding on the parties and

any person acquiring any right, title, or interest in the Supplemental Property.

IN WITNESS WHEREOF, Development and Marketing have executed this Declaration as of the date first set forth above.

Declarant: CROSSWATER DEVELOPMENT, L.L.C., an Oregon limited liability company

By: Sunriver Resort Limited Partnership, a Delaware limited partnership, a member

By: Lowe Sunriver, Inc., a California corporation, General Partner

By: Charles S. Peck, Pres.
Charles S. Peck,
President

Marketing: CROSSWATER MARKETING, L.L.C., an Oregon limited liability company

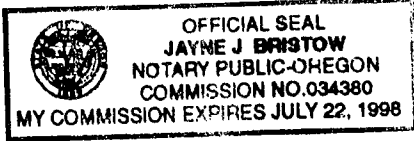
By: Sunriver Resort Limited Partnership, a Delaware limited partnership, a member

By: Lowe Sunriver, Inc., a California corporation, General Partner

By: Charles S. Peck, Pres.
Charles S. Peck,
President

STATE OF OREGON)
) ss.
County of Deschutes)

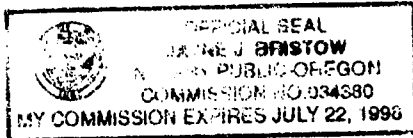
The foregoing instrument was acknowledged before me on this 19th day of July, 1995, by Charles S. Peck, who is the President of Lowe Sunriver, Inc., a California corporation, General Partner of Sunriver Resort Limited Partnership, a Delaware limited partnership, member of Crosswater Development, L.L.C., an Oregon limited liability company, on behalf of the limited liability company.



Jayne J. Bristow
Notary Public for Oregon
My Commission Expires: 7/22/98

STATE OF OREGON)
) ss.
County of Deschutes)

The foregoing instrument was acknowledged before me on this 19th day of July, 1995, by Charles S. Peck, who is the President of Lowe Sunriver, Inc., a California corporation, General Partner of Sunriver Resort Limited Partnership, a Delaware limited partnership, member of Crosswater Marketing, L.L.C., an Oregon limited liability company, on behalf of the limited liability company.



Jayne J. Bristow
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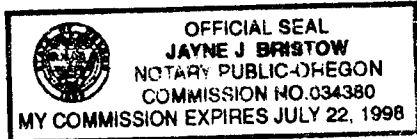


EXHIBIT A

Development Property

Tract R of **CROSSWATER PHASE 3** located in the southeast 1/4 of Section 7 and the southwest 1/4 of Section 8 and the northwest 1/4 of Section 17 and the northeast 1/4 of Section 18 in Township 20 South and Range 11 East of the Willamette Meridian, Deschutes County, Oregon.

DEA

REGISTERED
PROFESSIONAL
LAND SURVEYOR

David K. Bateman

OREGON
DAVID K. BATEMAN
1068

Renews 12-31-95

DAVID EVANS AND ASSOCIATES, INC.
A PROFESSIONAL SERVICES CONSULTING FIRM
OFFICES IN OREGON, WASHINGTON, CALIFORNIA AND ARIZONA
709 N.W. WALL STREET, SUITE 102
BEND, OREGON 97701-2744
(503) 389-7611 FAX (503) 389-7623

July 27, 1995
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EXHIBIT B

Marketing Property

Lots 52 through 87 and Tracts P, Q, and S and Twin Rivers Drive, Twin Rivers Court, and the Emergency Access all in the plat of **CROSSWATER PHASE 3** located in the southeast 1/4 of Section 7 and the southwest 1/4 of Section 8 and the northwest 1/4 of Section 17 and the northeast 1/4 of Section 18 in Township 20 South and Range 11 East of the Willamette Meridian, Deschutes County, Oregon.

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EXHIBIT C

Common Area Within Supplemental Property

Tracts P, Q, and S and Twin Rivers Drive, Twin Rivers Court, and the Emergency Access all in the plat of **CROSSWATER PHASE 3** located in the southeast 1/4 of Section 7 and the southwest 1/4 of Section 8 and the northwest 1/4 of Section 17 and the northeast 1/4 of Section 18 in Township 20 South and Range 11 East of the Willamette Meridian, Deschutes County, Oregon.



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STATE OF OREGON)
COUNTY OF DESCHUTES) SS.

I, MARY SUE PENHOLLOW, COUNTY CLERK AND RECORDER OF CONVEYANCES, IN AND FOR SAID COUNTY, DO HEREBY CERTIFY THAT THE WITHIN INSTRUMENT WAS RECORDED THIS DAY:

95 AUG 21 PM 3:55

MARY SUE PENHOLLOW
COUNTY CLERK

BY: *Wallace* DEPUTY

NO. **95-29217** FEE *35.00*
DESCHUTES COUNTY OFFICIAL RECORDS

DAVID EVANS AND ASSOCIATES, INC.
A PROFESSIONAL SERVICES CONSULTING FIRM
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