

RECORDED BY
WESTERN TITLE & CO.

40-128

AFTER RECORDING, RETURN TO:
Deschutes River Ranch, Inc.
c/o Pete Wilson Realty, Inc.
9725 SW Beaverton Hillsdale Hy, #110
Beaverton, OR 97005

SEND ALL TAX STATEMENTS TO:
Deschutes River Ranch, Inc.
c/o Pete Wilson Realty, Inc.
9725 SW Beaverton Hillsdale Hy, #110
Beaverton, OR 97005

96-07335

STATE OF OREGON)
COUNTY OF DESCHUTES) SS.

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

96 FEB 27 PM 1:29

MARY SUE PENNOLLO
COUNTY CLERK

401 - 0520

BY: *M. S. Pennollo*
DEPUTY

NO 96-07335

FEB 10

DESCHUTES COUNTY OFFICIAL RECORDS

Amendment to the Bylaws to authorize one-fifth ownership.

AMENDMENT TO THE BYLAWS
OF
DESCHUTES RIVER RANCH

PROPERTY OWNERS ASSOCIATION (DESCHUTES RIVER RANCH, INC.)

ARTICLE III: MEMBERSHIP

Section 4. Privileges

Add: (c) An owner of twenty-six (26) undivided interests in Deschutes River Ranch shall be entitled to exclusive use of a dwelling unit designated by the Board of Directors, subject to these Bylaws and the Rules and Regulations of the Association. If such an owner sells or otherwise transfers one or more undivided interests, the owner's right to exclusive use of a designated dwelling unit shall terminate automatically. Ownership of the twenty-six (26) undivided interests, together with exclusive use of the designated dwelling unit, may be divided into no more than five (5) equal shares and sold or otherwise transferred to other qualified owners. These shares shall be numbered according to the designated dwelling unit plus A, B, C, D, and E, and shall be assigned to each one-fifth share owner. Each one-fifth (1/5) share owner shall be entitled to one (1) general membership in the Association, with all of the rights and privileges of a general member, except as follows:

(1) Beginning January 1, 1996, the owner of each one-fifth (1/5) share shall be entitled to use the designated dwelling unit for ten (10) weeks each year; provided, however, that in every fifth year, such owner shall be entitled to twelve (12) weeks. Such use shall be assigned to each one-fifth (1/5) share owner for periods of two weeks on a rotating basis so that the owner assigned the first two weeks of any year is also assigned the last two weeks of that year. For example, the week assignments for 1996 for a designated dwelling unit would be as follows:

EXAMPLE
Designated Dwelling Unit No.17

1996		1997	
Weeks	Owner	Weeks	Owner
1-2	17A	1-2	17B
3-4	17B	3-4	17C
5-6	17C	5-6	17D
7-8	17D	7-8	17E
9-10	17E	9-10	17A
11-12	17A	11-12	17B
13-14	17B	13-14	17C
15-16	17C	15-16	17D
17-18	17D	17-18	17E
19-20	17E	19-20	17A
21-22	17A	21-22	17B
23-24	17B	23-24	17C
25-26	17C	25-26	17D
27-28	17D	27-28	17E
29-30	17E	29-30	17A
31-32	17A	31-32	17B
33-34	17B	33-34	17C
35-36	17C	35-36	17D
37-38	17D	37-38	17E
39-40	17E	39-40	17A
41-42	17A	41-42	17B
43-44	17B	43-44	17C
45-46	17C	45-46	17D
47-48	17D	47-48	17E
49-50	17E	49-50	17A
51-52	17A	51-52	17B

2) Each one-fifth (1/5) share owner shall be liable for twenty percent (20%) of the annual fees, dues, and assessments allocated to the twenty-six (26) undivided interests in Deschutes River Ranch which comprise the designated dwelling unit.

3) A fractional interest in any one-fifth (1/5) share shall not be sold or otherwise transferred without the prior agreement of all owners of one-fifth (1/5) shares of the designated dwelling unit to release their exclusive use of the unit and exchange their one-fifth (1/5) shares for regular undivided interests. Any attempted sale or transfer in violation of this provision shall be void.

4) Units, 10, 12, 22 (Developer's) are currently designated for whole unit ownership. The Board of Directors will meet when requested by any party owning 26 ownerships and determine the home to be designated on a rotating basis. Designation of additional units for whole unit, one-fifth share ownership requires the Board of Directors to designate the specific homes so that the most requested homes will rotate with the less requested homes, see list below.

Most Requested Home No.s	Less Requested Home No.s
25	23
18	21
15	20
14	19
13	17
7	16
5	8
4	6
3	24
1	10*
12*	22*
*Already assigned as whole units	

5) The Board of Directors of Deschutes River Ranch Property Owners Association shall monitor the sale or transfer of whole-unit ownership, one-fifth share ownership interests to ensure that all Deschutes River Ranch Property Owners Association members are treated equitably and fairly.

6) Maintenance, care, and improvements for all units shall be equal; no special privileges or perquisites shall be afforded one-fifth unit ownership interests beyond those specified in these Bylaws.

7) Each one-fifth (1/5) share owner shall be entitled to one (1) general membership in the Association, but shall have five (5) votes on any matter presented to the general members for approval; provided, however, that in any year during which the owner has twelve (12) weeks use of the designated dwelling unit, that owner shall have six (6) votes.

8) If a one-fifth (1/5) share owner elects to exchange time through RCI (or any other recognized exchange company), said time must be booked and booked through the Association office and the owner must remove personal effects. The designated dwelling unit shall be vacated by owner at the normal check-out time so the unit can be inspected and serviced by housekeeping before guest(s) arrive at the normal check-in time.

9) Owner must give advance written notice to management when renters or other guests, not accompanied by owner, will use the one-fifth (1/5) share owner's designated dwelling unit. The standard transfer agreement form and fee will be required to accommodate any guests not on the Authorized Household list.

10) A one-fifth (1/5) share owner shall be entitled to standard housekeeping services in normal intervals as provided in the Bylaws, Rules and Regulations and/or standard housekeeping policies. The owner shall notify resort management in writing of the desired schedule of housekeeping services, which shall not occur more often than once a week, except at the owner's expense, and shall reasonably coincide with the regular housekeeping schedule.

11) All occupants, including guests and/or renters, shall be required to register themselves and their automobiles, at the Association office prior to occupancy. Owner shall not allow higher occupancy than unit is rated. All occupants, including owners and their guests and renters, shall vacate the designated dwelling unit by the normal check-out time so the unit can be inspected and serviced by housekeeping prior to the normal check-in time for other guests.

Executed this 22 day of February, 1996

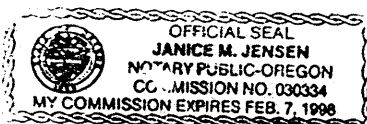
DESCHUTES RIVER RANCH, INC

By [Signature] President

February 22, 1996

STATE OF OREGON)
)
 County of Washington)

This instrument was acknowledged before me by O.M. "Pete" Wilson as President of Deschutes River Ranch, Inc.



Before me, [Signature]

Notary Public for Oregon
 My commission expires 2/7/98