Cross-Reference to Declaration: Book 353, Page 570

FIRST AMENDMENT TO THE AMENDED AND RESTATED

DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS

FOR

BROKEN TOP COMMUNITY

AND

BY-LAWS OF BROKEN TOP COMMUNITY ASSOCIATION, INC.

THIS FIRST AMENDMENT TO THE AMENDED AND RESTATED DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS and BY-LAWS OF BROKEN TOP COMMUNITY ASSOCIATION, INC. is made this 1 day of March, 1995, by Broken Top Limited Partnership, an Oregon limited partnership ("Declarant").

WITNESSETH

WHEREAS, on October 27, 1992, Declarant executed that certain Declaration of Covenants, Conditions and Restrictions for Broken Top Community, which was filed of record in Book 280 at Page 1492, et seq., in the Deed Records of Deschutes County, Oregon ("Original Declaration"); and

WHEREAS, the Original Declaration was supplemented and amended by those instruments recorded as follows:

Filing Date	Deed Book	Page	
July 8, 1993	304	1952	
July 15, 1993	305	1498	
August 26, 1993	310	0294	
September 21, 1993	312	2226	
November 23, 1993	320	0760	
November 23, 1993	320	0762	
December 15, 1993	322	2101	
March 4, 1994	331	1085	
August 8, 1994	347	2864, 2868, 287	1
August 18, 1994	349	0498	

WHEREAS, the Original Declaration, as supplemented and amended, and the exhibits thereto, including the By-Laws of Broken Top Community Association, Inc. attached as Exhibit "C" thereto were completely amended and restated by that Amended and Restated Declaration of Covenants, Conditions, and Restrictions for Broken Top Community recorded on September 21, 1994 in Deed Book 352, Page 1521 and rerecorded on September 28, 1994 in Deed Book 353, Page 0570 (hereafter referred to as the "Declaration").

WHEREAS, pursuant to Section 17.2 of the Declaration, the Declarant may unilaterally amend the Declaration as necessary to satisfy the requirements of any governmental agency for approval of the Declaration, provided such amendment does not adversely affect the title to any Unit without the Unit Owner's consent and provided the amendment has been approved by the California Real Estate Commissioner; and

FIRST AMERICAN TITLE OF DESCHUTES COUNTY
P. 0. 80X 323
BEND, OREGON 97709

WHEREAS, pursuant to Section 6.6(a) of the Amended and Restated By-Laws of Broken Top Community Association, Inc., attached as Exhibit "C" to the Declaration ("By-Laws"), the Declarant may unilaterally amend the By-Laws as necessary to satisfy the requirements of any governmental agency for approval of the By-Laws, provided such amendment does not adversely affect the title to any Unit without the Unit Owner's consent and provided the amendment has been approved by the California Real Estate Commissioner; and

WHEREAS, in order to obtain a Permit from the California Department of Real Estate to allow marketing and sale of Units in Broken Top to California residents in the State of California, certain amendments to the Declaration and By-Laws were required by the California Real Estate Commissioner; and

WHEREAS, this Amendment is made for the purpose of conforming the Declaration and By-Laws to those requirements and this Amendment has been approved by the California Real Estate Commissioner;

NOW, THEREFORE, the Declarant hereby amends the Declaration and $\mbox{\sc By-Laws}$ as follows:

1.

Section 17.2(a) of the Declaration is amended by changing the reference to "Section 18.2(b)" in the last sentence thereof to read "Section 17.2(b)."

2.

Section 17.2(b) of the Declaration is amended by changing the reference to "Section 18.2(a)" to read "Section 17.2(a)."

3

Section 3.3 of the By-Laws is amended by striking that Section in its entirety and substituting the following in its place:

- 3.3. <u>Directors During Class "B" Control Period</u>. Subject to the provisions of Section 3.5, the directors shall be appointed by the Class "B" membership acting in its sole discretion and shall serve at the pleasure of the Class "B" membership until the first to occur of the following:
- (a) the date on which 75% of the Maximum Units have been conveyed to Retail Owners;
- (b) the fourth (4th) anniversary of the conveyance of the first Unit to a Retail Owner after the issuance of the first Permit; or
- (c) when, in its discretion, the Class "B" membership so determines.

Section 3.5(a) is amended by striking the third sentence of that Section and substituting the following in its place:

> The director elected by the Class "A" Members shall not be subject to removal by the Class "B" Members and shall be elected for a term of two years or until the happening of the event described in subsection (b) below, whichever is shorter.

IN WITNESS WHEREOF, the undersigned Declarant has executed this First Amendment to the Amended and Restated Declaration this _9_ day of _______,

BROKEN TOP LIMITED PARTNERSHIP, an Oregon limited partnership

By:

BROKEN TOP, INC., General Partner

Signature:

William T. Criswell Name:

President Title:

STATE OF OREGON COUNTY OF DESCHUTES

The foregoing instrument was acknowledged before me this 44 day of Navio 1995, by William T. Criswell , President of Broken Top, Inc., the General Partner of Broken Top Limited Partnership, an Oregon limited partnership, on behalf of the limited partnership.

OFFICIAL SEAL
CYNTHIA J. CHANDLER
NOTARY PUBLIC-OREGON
COMMISSION NO. 005532
MY COMMISSION EXPIRES MAY 11, 1995

Charler [NOTARIAL SEAL]

My Commission Expires:

Title: Notary Public

DOCS4068--02/14/95

COUNTY OF DESCHUTES

DESCHUTES COUNTY OFFICIAL RECORD 95-07264 오