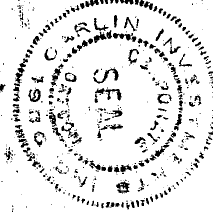


REPEAL OF COVENANTS, CONDITIONS AND RESTRICTIONS

Reference is hereby made to those certain covenants, conditions, restrictions and easements imposed by instruments recorded July 19, 1966 in Book 149, Page 434, Deschutes County Deed Records, and recorded December 11, 1967 in Book 156, Page 232, Deschutes County Deed Records, and amendments thereto recorded September 14, 1966 in Book 150, Page 251, Deschutes County Deed Records, recorded October 31, 1967 in Book 155, Page 502, Deschutes County Deed Records, and recorded April 28, 1986 in Book 121, Page 1392, Deschutes County Records, respectively, covering all of the property lying within the perimeter boundaries of the subdivision "HILL CREST" according to the map thereof filed August 4, 1949 in Book 4, Page 32, Plat records of Deschutes County, Oregon.

Whereas, a portion of said "HILL CREST" has subsequently been replatted as "VALLEYVIEW" according to the map thereof filed September 26, 1986 in Cabinet C, pages 210 and 211, Plat records of Deschutes County, Oregon, and whereas, a Declaration of Protective covenants, conditions and restrictions for "VALLEYVIEW" was recorded September 26, 1986 in Book 133, Page 1098, Deschutes County Records, the Amendment thereto recorded May 1, 1987 in Book 145, Page 303, Deschutes County Records, and the Bylaws of Valleyview Homeowners' Association, Inc., recorded September 26, 1986 in Book 133, Page 1131, Deschutes County Records.

It is the intention and purpose of the undersigned, by this document, to repeal and cancel all the covenants, conditions, restrictions and easements imposed by the aforesaid instruments recorded July 19, 1966 in Book 149, Page 434, recorded September 14, 1966 in Book 150, Page 251, Deschutes County Deed Records, recorded October 31, 1967 in Book 155, Page 502, Deschutes County Deed Records, and recorded December 11, 1967 in Book 156, Page 232, Deschutes County Deed Records, and recorded April 28, 1986 in Book 121, Page 1392, Deschutes County Records, respectively, insofar as they affect the property replatted as "VALLEYVIEW" only as described in Exhibit "A" attached hereto and made a part hereof, and that the new Declaration of Protective Covenants, Conditions and Restrictions for "VALLEYVIEW" recorded September 26, 1986 in Book 133, Page 1098, Deschutes County Records, the Amendment thereto recorded May 1, 1987 in Book 145, Page 303, Deschutes County Records, and the Bylaws of Valleyview Homeowners' Association, Inc., shall supercede and replace the former aforesaid declarations and amendments. The remaining property shown on the map of "Hill Crest" not replatted as "VALLEYVIEW" shall not be effected hereby.



Carlin Investment, Inc.
an Oregon Corporation

by George D. Trout, Jr.
George D. Trout, Jr. - President



Redmond Land Co., Inc.,
an Oregon Corporation

by Gerald W. Mattox
Gerald W. Mattox - President

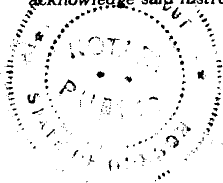
147 - 0420

STATE OF OREGON,

County of Deschutes } ss. On this 16th day of June, 1987,
before me appeared Gerald W. Mattox and
to me personally known, who being
duly sworn, did say that he, the said Gerald W. Mattox
is the President, ~~and to the said~~
is the ~~Secretary~~ of Redmond Land Co.
the within named Corporation, and that the seal affixed to said instrument is the corporate seal of said Corpora-
tion, and that the said instrument was signed and sealed in behalf of said Corporation by authority of its Board
of Directors, and Gerald W. Mattox ~~and~~
acknowledge said instrument to be the free act and deed of said Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed
my official seal the day and year last above written.

Synda Trout
Notary Public for Oregon.
My Commission expires 1/31/91



147 - 0421

STATE OF OREGON,

County of Deschutes } ss. On this 16th day of June, 1987,
before me appeared George D. Trout Jr. ~~874~~

duly sworn, did say that he, the said George D. Trout Jr. ~~874~~ to me personally known, who being
is the President, ~~and Secretary~~
is the ~~Secretary~~ of Carlin Investments Inc.
the within named Corporation, and that the seal affixed to said instrument is the corporate seal of said Corpora-
tion, and that the said instrument was signed and sealed in behalf of said Corporation by authority of its Board
of Directors, and George D. Trout Jr. and
acknowledge said instrument to be the free act and deed of said Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed
my official seal the day and year last above written.

Synda Trout

Notary Public for Oregon.

My Commission expires

1/31/91

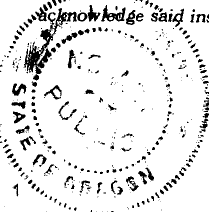


EXHIBIT "A"

The land on the Plat of Valleyview located in Sections 19 and 20 of Township 15 South and Range 13 East of the Willamette Meridian in Deschutes County, Oregon, described as follows:

Beginning at the southeast corner of Block 11 HILL CREST located in the southwest one quarter of Section 20 in said Township and Range; and running thence South 89° 45' 45" West a distance of 229.88 feet to the southwest corner of said Block 11; thence South 89° 46' 08" West 60.03 feet to the southeast corner of Block 12 of said subdivision; thence South 89° 38' 16" West 207.74 feet to the southwest corner of said Block 12; thence South 89° 50' 54" West 59.87 feet to the southeast corner of Block 13 in said subdivision; thence South 00° 22' 00" East 30.03 feet to a 5/8" iron rod in the centerline of Umatilla Avenue; thence South 89° 40' 56" West 256.69 feet to a 1/2" iron rod established for the South 1/16 corner between Sections 19 and 20 in the platting of said subdivision; thence North 89° 22' 59" West 821.67 feet along the 1/16th line as used in said HILL CREST subdivision to a 5/8" iron rod set on the easterly right-of-way of Reservoir Road; thence 30.85 feet along the arc of a 355.00 foot radius curve left (the long chord of which bears North 68° 08' 50" West 30.84 feet) to a 5/8" iron rod set on the southerly extension of the West line of Block 15 of said subdivision; thence leaving said right-of-way North 00° 24' 59" West 208.70 feet to the southwest corner of Lot 4 of said Block 15; thence North 00° 22' 37" West 190.06 feet to the northwest corner of said Lot 4; thence South 89° 23' 49" East 379.76 feet to the northeast corner of said Block 15; thence South 89° 41' 22" East 59.98 feet to the northwest corner of Block 14 in said subdivision; thence North 00° 25' 54" West 29.97 feet to a 5/8" iron rod set in the centerline of an unnamed avenue; thence South 89° 27' 00" East 190.38 feet to a 5/8" iron rod; thence leaving said centerline North 01° 07' 36" West 30.04 feet to the southeast corner of Lot 3, Block 7 of said subdivision; thence North 00° 14' 04" West 190.04 feet to the northeast corner of said Lot 3; thence North 00° 30' 58" West 189.96 feet to the northwest corner of Lot 4 Block 7 in said subdivision; thence North 00° 24' 01" West 59.89 feet to the southeast corner of Lot 3, Block 2 of said subdivision; thence North 00° 29' 27" West 189.98 feet to the northeast corner of said Lot 3; thence North 00° 30' 15" West 185.32 feet to the northeast corner of Lot 4 Block 2 of said subdivision; thence South 88° 47' 53" East 190.07 feet to the northeast corner of said Block 2; thence South 88° 52' 18" East 60.02 feet to the northwest corner of Block 1 in said subdivision; thence North 89° 40' 00" East 147.89 feet to the centerline of the Central Irrigation District C-1 Lateral as constructed; thence following said centerline South 37° 16' 27" East 113.69 feet; thence South 41° 47' 50" East 62.41 feet; thence South 28° 51' 01" East 170.55 feet; thence South 40° 42' 00" East 143.00 feet; thence South 52° 24' 08" East 124.65 feet; thence South 67° 45' 16" East 85.10 feet; thence South 56° 32' 53" East 180.98 feet thence South 41° 26' 19" East 91.82 feet; thence South 44° 28' 19" East 74.85 feet; thence South 59° 55' 38" East 104.08 feet; thence South 31° 13' 00" East 45.76 feet; thence South 14° 25' 00" East 63.00 feet; thence South 05° 48' 00" West 80.00 feet; thence South 14° 47' 00" West 138.67 feet; thence South 20° 52' 00" West 115.50 feet; thence South 14° 09' 00" West 51.78 feet to a point which is North 89° 45' 45" East of the point of beginning; thence leaving said canal centerline, South 89° 45' 45" West 113.92 feet to the point of beginning.

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:

87 JUN 19 AM 10:27
MARY SUE PENHOLLOW
COUNTY CLERK

BY *P. Penhollow* DEPUTY
87-11922
NO. FEE 16
DESCHUTES COUNTY OFFICIAL RECORDS