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AFTER RECORDING, RETURN TO:
Mike Loomis
D.R. Horton, Inc.-Portland
4386 SW Macadam Avenue, Suite 102
Portland, OR 97239

AMENDED AND RESTATED
DECLARATION OF ANNEXATION TO
RIVER CANYON ESTATES
(River Canyon Estates No. 2)

THIS AMENDED AND RESTATED DECLARATION OF ANNEXATION TO
RIVER CANYON ESTATES No. 2 is made as of this 30th day of NOVEMBER, 2004,
by RIVER CANYON ESTATES, LLC ("Declarant").

RECITALS

WHEREAS, Declarant caused that certain Declaration of Annexation to River Canyon Estates (River Canyon Estates No. 2) to be recorded on July 23, 2004, as Document Number 2004-43499 in the Records of Deschutes County, Oregon. Declarant also caused that certain First Amendment to Declaration of Annexation to River Canyon Estates (River Canyon Estates No. 2) to be recorded on September 15, 2004, as Document #: 2004-55480 in the Records of Deschutes County, Oregon. The Declarant further caused that certain Plat of River Canyon Estates No. 2 to be recorded on July 20, 2004, in the Records of Deschutes County, Oregon as Document #: 2004-42797

WHEREAS, Declarant is the Declarant under the Declaration of Covenants, Conditions and Restrictions for River Canyon Estates recorded December 23, 2002, as Document #: 2002-72315 in the Records of Deschutes County, Oregon (the "Declaration"). Declarant also caused to be recorded that certain Plat of River Canyon Estates to be recorded on December 23, 2002, as Document #: 2002-72311. Declarant also caused that certain First Amendment to Declaration of Protective Covenants, Conditions and Restrictions for River Canyon Estates to be recorded on April 4, 2003, as Document #: 2003-22312 in the Records of Deschutes County, Oregon. Declarant further caused that certain Second Amendment to Declaration of Protective Covenants for River Canyon Estates to be recorded June 26, 2003, as Document Number 2003-43136 in the Records of Deschutes County, Oregon. The Declarant further caused that certain Third Amendment to the Declaration of Protective Covenants River Canyon Estates to be recorded on September 15, 2003, as Document Number 2003-63718 in the Records of Deschutes County, Oregon. Declarant also caused that certain Fourth Amendment to Declaration of Protective Covenants for River Canyon Estates to be recorded August 4, 2004, as Document #: 2004-46491 in the Records of Deschutes County, Oregon.

WHEREAS, pursuant to Article 2 of the Declaration, Declarant wishes to annex River Canyon Estates No. 2 to the Declaration and define the Associations obligations to the Additional Property.

NOW, THEREFORE, Declarant hereby declares as follows:

1. **PROPERTY ANNEXED.** Declarant hereby declares that all the property described below (the "Additional Property") shall be annexed to River Canyon Estates as Additional Property and that such property is held and shall be held, conveyed, hypothecated, encumbered, used, occupied and improved subject to the Declaration:

All that certain, real property located in Deschutes County, Oregon, in that certain plat entitled "River Canyon Estates No. 2" filed in the Plat Records of Deschutes County, Oregon, on the 20th day of July, 2004 as Document #: 2004-42797.

2. **LAND CLASSIFICATIONS.** All of the land within the Additional Property is included in one or another of the following classifications:

- ✓ (a) "River Bluff Lots", which shall consist of Lots 175-190 of the Plat of the Additional Property;
- (b) "Intermediate Single Family Lots", which shall consist of Lots 138-159, 172-174, 191 and 192 of the Plat of Additional Property;
- ✓ (c) "Courtyard Lots", which shall consist of Lots 160-171 of the Plat of the Additional Property;
- (d) "Common Area", which shall consist of Tracts 'R', 'S', 'T', 'U', 'V', 'W', 'X', 'Y', 'Z' and 'AA' of the Plat of Additional Property;
- (e) "Public Property", which shall consist Tract 'BB' and all of the streets as shown on the plat of the Additional Property.

3. **ASSOCIATIONS OBLIGATIONS UPON ADDITIONAL PROPERTY.** Except as otherwise provided, the Association hereby reserves an easement and shall pay for any maintenance, upkeep and replacement of any Declarant installed improvements within the boundaries of Common Area Tracts 'R', 'S', 'T', 'U' and 'X' as shown on the Plat of Additional Property. Common Area Tracts 'V', 'W', 'Y', 'Z' and 'AA' are private asphalt drives for which the cost of maintenance and reserves shall be assessed to the benefiting lots pursuant to the terms described in Section 1.2 of the original Declaration. For the purposes of this Annexation for River Canyon No. 2, Lots 160-171 and Lots 180-190 benefit from the aforementioned private drives and will be subject to additional assessments.

4. **EFFECT OF ANNEXATION.** Except as expressly amended hereby and by the amendments noted in the above Recitals, the Declaration shall remain unchanged and in full force and effect.

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IN WITNESS WHEREOF, Declarant has executed this Declaration of Annexation as of the day first above written.

DECLARANT:

RIVER CANYON ESTATES, LLC

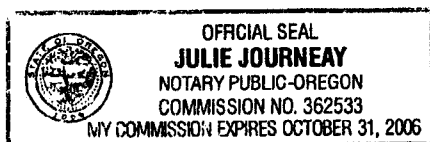
By

Jeffery D. Smith, President

Oakridge Estates Development Corporation

STATE OF Oregon)
County of Multnomah) ss.

The foregoing instrument was acknowledged before me this 30th day of November, 2004, by Jeffery D. Smith, as President, Oakridge Estates Development Corporation, on its behalf.



Notary Public for Oregon
My commission expires October 31, 2006