

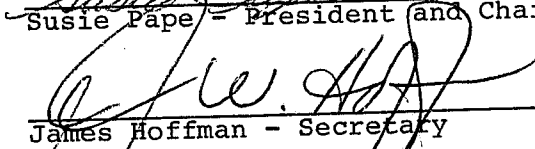
CERTIFICATION REGARDING AMENDMENT OF BYLAWS
OF
TENNIS VILLAGE TOWNHOUSES ASSOCIATION, INC.

89-03794

This certificate is made by the President and Chairman, Susie Pape and the Secretary James Hoffman of Tennis Village Townhouses Association, Inc. in regards to amending Sections 7.6 and 16 of the Bylaws of Tennis Village Townhouses Association, Inc. as shown by the amendments attached hereto as Exhibit A and incorporated by reference herein as if fully set forth.



Susie Pape - President and Chairman

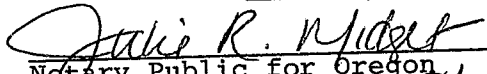


James Hoffman - Secretary

STATE OF OREGON)
) ss.
County of Lane)

The above signed, Susie Pape, certifies that the attached Amended Bylaws of Tennis Village Townhouses Association, Inc. were adopted in accordance with the existing Bylaws of said Association and the provisions of ORS 94.004 to 94.480 and 94.991.

SUBSCRIBED AND SWORN to before me this 6th day of January, 1989.

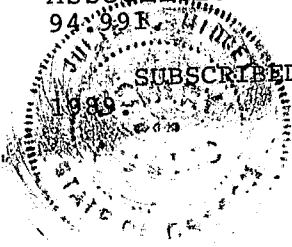


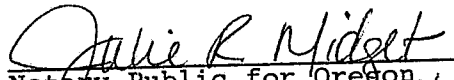
Notary Public for Oregon
My Commission Expires: 8/20/91

STATE OF OREGON)
) ss.
County of Lane)

The above signed, James Hoffman certifies that the attached Amended Bylaws of Tennis Village Townhouses Association, Inc. were adopted in accordance with the existing Bylaws of said Association and the provisions of ORS 94.004 to 94.480 and 94.991.

SUBSCRIBED AND SWORN to before me this 6th day of January,





Notary Public for Oregon
My Commission Expires: 8/20/91

Amending 7.6 to read:

7.6 Lien of Association Against Unit.

(1) Whenever the Association, directly or acting through its manager, furnishes to a unit any services, labor or material lawfully chargeable as common expenses, or a unit owner fails to pay dues or assessments, the Association, upon complying with Subsection (2) of this Section, shall have a lien upon the individual unit and the undivided interest in the common elements appertaining to such unit for the reasonable value of such common expenses, any unpaid dues or assessments, and also attorney fees in regard thereto, collection costs, and court costs, and the lien shall be prior to all other liens or encumbrances upon the unit except:

- (a) Tax and assessment liens; and
- (b) A first mortgage or trust deed of record.

(2) The Association shall record in Deschutes County a claim containing a true statement of the account due for such common expenses, dues, or assessments, after deducting all just credits and offsets; the name of the owner of the unit, or reputed owner, if known; a description of the property where the common expense, dues, or assessments were furnished and the designation of the unit, sufficient for identification.

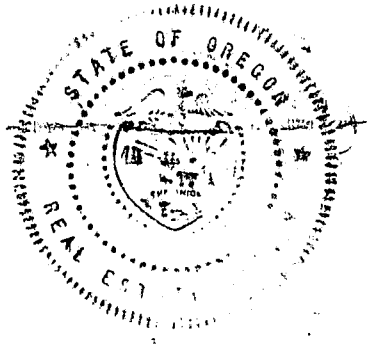
(3) With respect to the attorney fees of Section 7.6 (1), each unit owner promises and agrees to pay the Association's reasonable attorney's fees and collection costs even though no suit or action is filed with respect to Section 7.6. However, if a suit or action is filed the amount of such reasonable attorney's fees shall be fixed by the court or courts in which the suit or action, including any appeal therein, is tried, heard or decided, plus for attorney's fees and costs incurred seeking relief from stay in bankruptcy court. Such sums shall include an amount estimated by the Court as the reasonable costs and fees to be incurred by the prevailing party in collecting any monetary judgment or award or otherwise enforcing each order, judgment or decree entered in such suit, action or other proceedings.

EXHIBIT A

Amending Section 16 by adding the following paragraph:

Further, the Association shall indemnify to the fullest extent permitted by the Oregon Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit, or proceeding by or in the right of the Association) by reason of the fact that the person is or was a director or officer of the Association, or serves or served at the request of the Association as a director or as an officer of another corporation, partnership, joint venture, or other enterprise. Further, litigation expenses may be advanced as provided by the Oregon Business Corporation Act as amended from time to time. The right to and the amount of advanced litigation expenses and/or indemnification shall be determined in accordance with the provisions of the Oregon Business Corporation Act in effect at the time of the determination.

The foregoing Amendment to Bylaws is approved pursuant to
ORS 94.152 this 21st day of February, 1989.



MORELLA LARSEN
Real Estate Commissioner

By Stan F. Mayhew

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:

89 FEB 23 AM 10:10

MARY SUE PENHOLLOW
COUNTY CLERK

✓ James W. Hoffman, P. C. Atty.
975 Oak, Suite 790
Eugene, Oregon 97401

BY. P. Leach DEPUTY

NO. 89-03794 FEE 20-

DESCHUTES COUNTY OFFICIAL RECORDS