

Return to: JERI ALDEN

95-07264

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Broken Top Community Assoc.
61999 Broken Top Dr
Bend Or 97702

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 9 day of March, 1995, by Broken Top Limited Partnership, an Oregon limited partnership ("Declarant").

W I T N E S S E T H

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, 2871
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 CO.
OF DESCHUTES COUNTY
P.O. BOX 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 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. Directors During Class "B" Control Period.
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.

4.

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 March, 1995.

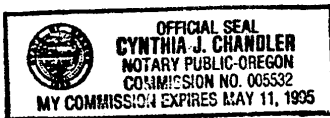
BROKEN TOP LIMITED PARTNERSHIP, an Oregon limited partnership

By: BROKEN TOP, INC., General Partner

Signature: William T. Criswell
Name: William T. Criswell
Title: President

STATE OF OREGON)
) ss
COUNTY OF DESCHUTES)

The foregoing instrument was acknowledged before me this 9th day of March, 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.



By: Cynthia J. Chandler
Name: Cynthia J. Chandler [NOTARIAL SEAL]

Title: Notary Public 5/11/95
My Commission Expires:

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STATE OF OREGON) ss.
COUNTY OF DESCHUTES)

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:

95 MAR -9 PM 2:40

MARY SUE PENHOLLOW
COUNTY CLERK

BY: [Signature] DEPUTY
NO. 95-07264 FEE 15-
DESCHUTES COUNTY OFFICIAL RECORDS