

THIRD AMENDMENT TO DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS FOR
SHEVLIN CENTER

WHEREAS, the Declaration of Covenants, Conditions and Restrictions for Shevlin Center dated November 5, 1982, were recorded November 9, 1984, in Book 364, Page 259, Deed Records, Deschutes County, Oregon, and amended by instrument recorded April 25, 1988, in Book 162, Page 1826, Deschutes County Records; December 6, 1988, in Book 175, Page 851, Deschutes County Records, and

WHEREAS, Brooks Resources Corporation, the Declarant and William Smith Properties, Inc., are the owners of more than two-thirds of the property subject to the restrictions based upon the number of acres owned compared to the total number of acres subject to the restrictions, and

WHEREAS, Declarant and William Smith Properties, Inc. desire to amend said Declaration of Covenants, Conditions and Restrictions for Shevlin Center,

NOW, THEREFORE, said Declaration of Covenants, Conditions and Restrictions for Shevlin Center is hereby amended as follows:

1. The property described on Exhibit "A" attached hereto is hereby withdrawn and is no longer subject to said Declaration of Covenants, Conditions and Restrictions for Shevlin Center.
2. In computing the amount to be assessed against the Owner of Lots in Shevlin Center, the Declarant or the SCOC, as applicable, shall also take into account the amounts to be assessed and collected against the Owners of Lots on the real property described on Exhibit A attached hereto, pursuant to the new Declaration of Covenants, Conditions and Restrictions encumbering said real property and recorded in Deschutes County Official Records on the same day as this Third Amendment.

DATED this 3RD day of ~~March~~, 1995.

After recording, return to:
BEND TITLE COMPANY
15 OREGON AVENUE, BEND

BROOKS RESOURCES CORPORATION

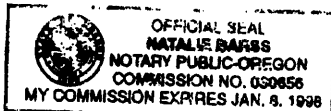
BY: Michael P. Hollern
MICHAEL P. HOLLERN, President

WILLIAM SMITH PROPERTIES, INC.

BY: William L. Smith
 William L. Smith, President

STATE OF OREGON, County of Deschutes, ss:

The foregoing instrument was acknowledged before me this 3rd
 day of March, 1995, by MICHAEL P. HOLLERN as President of BROOKS
 RESOURCES CORPORATION.

April

Natalie Davis
 Notary Public for Oregon
 My Commission Expires 1.8.98

STATE OF OREGON, County of Deschutes, ss:

The foregoing instrument was acknowledged before me this 6th
 day of March, 1995, by WILLIAM L. SMITH as President of WILLIAM
 SMITH PROPERTIES, INC.



Linda Sinclair
 Notary Public for Oregon
 My Commission Expires 12/21/96

PARCEL "B" OF PARTITION PLAT NUMBER 1992-48 AFTER ALL LOT LINE ADJUSTMENTS

A TRACT OF LAND LOCATED IN LOT 2 BLOCK 3 OF SHEVLIN CENTER, IN THE WEST 1/2 OF SECTION 5 AND THE SOUTHEAST 1/4 OF SECTION 6, TOWNSHIP 18 SOUTH, RANGE 12 EAST, WILLAMETTE MERIDIAN, CITY OF BEND, DESCHUTES COUNTY, OREGON, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE MOST SOUTHERLY CORNER OF THE PLAT OF SHEVLIN CENTER BUSINESS PARK PHASE ONE AS RECORDED IN THE DESCHUTES COUNTY RECORDS; THENCE ALONG THE BOUNDARY LINE OF SAID PLAT, THE FOLLOWING FIVE COURSES; THENCE NORTH 23°17'45" EAST, 369.93 FEET; THENCE NORTH 06°55'00" EAST, 171.61 FEET; THENCE SOUTH 77°17'56" EAST, 50.04 FEET; THENCE NORTH 03°14'22" WEST, 84.96 FEET; THENCE NORTH 03°13'22" WEST, 336.60 FEET TO THE SOUTHWEST CORNER OF THE LAND DESCRIBED IN THE DEED TO THE OREGON MILITARY DEPARTMENT AS RECORDED IN BOOK 362 AT PAGE 842 DESCHUTES COUNTY OFFICIAL RECORDS; THENCE LEAVING SAID BOUNDARY LINE OF SAID PLAT AND FOLLOWING ALONG THE SOUTHERLY LINE OF THE LAND DESCRIBED IN SAID DEED, SOUTH 62°40'46" EAST, 412.49 FEET TO THE SOUTHEAST CORNER OF THE LAND DESCRIBED IN SAID DEED; THENCE NORTH 27°19'14" EAST, ALONG THE EAST LINE OF THE LAND DESCRIBED IN SAID DEED AND ALSO ALONG THE EAST LINE OF PARCEL "A" OF PARTITION PLAT NUMBER 1992-48, 363.91 FEET TO AN ANGLE POINT OF SAID PARCEL "A"; THENCE ALONG THE BOUNDARY LINE OF SAID PARCEL "A" THE NEXT FIVE COURSES; NORTH 62°40'46" WEST, 158.32 FEET; THENCE SOUTH 27°16'39" WEST, 13.22 FEET; THENCE NORTH 62°43'21" WEST, 100.00 FEET; THENCE NORTH 27°16'39" EAST, 172.29 FEET; THENCE NORTH 63°01'12" WEST, 277.72 FEET TO THE NORTHEAST CORNER OF THE RIGHT-OF-WAY OF SIMPSON AVENUE AS SHOWN ON SAID PARTITION PLAT NUMBER 1992-48; THENCE ALONG THE ARC OF A 225.00 FOOT RADIUS NON-TANGENT CURVE TO THE LEFT, THROUGH A CENTRAL ANGLE OF 66°13'04", AN ARC DISTANCE OF 260.04 FEET (THE LONG CHORD OF WHICH BEARS NORTH 10°01'49" WEST, 245.80 FEET) TO A POINT OF TANGENCY; THENCE NORTH 43°08'21" WEST, 63.29 FEET TO THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF COLORADO AVENUE; THENCE NORTH 46°51'43" EAST, ALONG SAID SOUTHEASTERLY RIGHT-OF-WAY LINE, 422.85 FEET TO THE MOST NORTHERLY CORNER OF SAID LOT 2; THENCE LEAVING SAID SOUTHEASTERLY RIGHT-OF-WAY LINE AND FOLLOWING ALONG THE EASTERLY BOUNDARY AND SOUTHERLY BOUNDARY OF SAID LOT 2 THE FOLLOWING 18 COURSES: THENCE SOUTH 47°41'36" EAST, 524.87 FEET; THENCE SOUTH 63°45'14" EAST, 96.70 FEET; THENCE SOUTH 45°13'51" EAST, 629.33 FEET; THENCE SOUTH 18°26'43" EAST, 280.19 FEET; THENCE SOUTH 07°30'02" WEST, 321.75 FEET; THENCE SOUTH 11°33'20" EAST, 274.57 FEET; THENCE SOUTH 71°02'09" WEST, 273.87 FEET; THENCE SOUTH 06°28'54" EAST, 144.84 FEET; THENCE SOUTH 20°29'22" WEST, 155.23 FEET; THENCE SOUTH 55°57'23" WEST, 189.20 FEET; THENCE SOUTH 34°45'46" WEST, 221.18 FEET; THENCE SOUTH 47°14'37" WEST, 250.52 FEET; THENCE SOUTH 74°06'58" WEST, 215.77 FEET; THENCE SOUTH 04°38'00" EAST, 241.74 FEET; THENCE SOUTH 14°14'48" EAST, 264.12 FEET; THENCE SOUTH 86°01'55" WEST, 520.25 FEET; THENCE NORTH 74°00'18" WEST, 854.98 FEET; THENCE NORTH 01°46'12" EAST, 174.85 FEET TO AN ANGLE POINT ON SAID LOT 2; THENCE LEAVING SAID LOT 2 BOUNDARY LINE, SOUTH 82°21'44" EAST, 76.91 FEET; THENCE NORTH 80°49'15" EAST, 47.70 FEET; THENCE SOUTH 86°46'08" EAST,

96.60 FEET; THENCE NORTH 82°12'49" EAST, 132.38 FEET; THENCE NORTH 64°29'13" EAST, 123.21 FEET; THENCE NORTH 74°29'09" EAST, 69.18 FEET; THENCE NORTH 40°50'45" EAST, 203.26 FEET; THENCE NORTH 02°34'29" EAST, 158.80 FEET; THENCE NORTH 75°39'10" WEST, 130.47 FEET; THENCE NORTH 48°19'14" WEST, 58.43 FEET; THENCE NORTH 82°28'23" WEST, 102.97 FEET; THENCE NORTH 18°25'08" EAST, 68.77 FEET; THENCE NORTH 51°26'19" EAST, 81.69 FEET; THENCE NORTH 38°57'34" EAST, 185.95 FEET TO A POINT ON THE SOUTH LINE OF SAID SHEVLIN CENTER BUSINESS PARK PHASE ONE; THENCE ALONG SAID SOUTH LINE, SOUTH 50°37'34" EAST, 72.19 FEET TO THE POINT OF BEGINNING.

THIS TRACT OF LAND CONTAINS 70.58 ACRES.

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:

95 FEB -7 PM 12:54

MARY SUE PENHOLLOW
COUNTY CLERK

BY: *M. Maclean* DEPUTY

NO. 85-11097 FEE 30.00

DESCHUTES COUNTY OFFICIAL RECORDS