

FILED AT THE REQUEST OF
AND WHEN RECORDED RETURN TO:

Hayden Enterprises, Inc.
2464 SW Glacier Place, Suite 110
Redmond, Oregon 97756
Attention: Colleen Buckendorf

05-507
CHICAGO TITLE INSURANCE



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| Type of Document: | Declaration of Annexation of Real Property |
| Reference Number(s) of Related Documents: | Doc. Nos. 1653778 and 1654490, official records, Franklin County, Washington |
| Declarant: | Hayden Enterprises, Inc., a Washington corporation |
| Abbreviated Legal Description: | Plat of Three Rivers Crossing Phase Two, City of Pasco, Franklin County, Washington |
| Assessor's Property Tax Parcel or Account Number(s): | Plat of Three Rivers Crossing Phase Two —1662057 |

**DECLARATION OF ANNEXATION OF REAL PROPERTY
TO
AMENDED AND RESTATED DECLARATION OF
PROTECTIVE COVENANTS FOR
THREE RIVERS CROSSING PHASE 1
(Phase 2)**

This DECLARATION OF ANNEXATION OF REAL PROPERTY TO AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS FOR THREE RIVERS CROSSING PHASE 1 (this "Declaration") is made as of this ___ day of October, 2005, by HAYDEN ENTERPRISES, INC., a Washington corporation ("Declarant").

Recitals

A. Declarant owns the real property located in the City of Pasco, Franklin County, Washington, legally described as Lots 1 through 3, inclusive, 7, 9 through 22, inclusive, 24 through 26, inclusive and 28 through 49, inclusive, of THREE RIVERS CROSSING PHASE TWO, a plat recorded on April 28, 2005 as Document No. 1662057, in Volume D at Page 290 of the plat records of Franklin County, Washington (the "Phase 2

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Plat"). Robert + Flossie Smith owns Lot 4 of THREE RIVERS CROSSING PHASE 2 ("Lot 4"), Stacy Wiley + Joseph Lokenz owns Lot 5 of THREE RIVERS CROSSING PHASE 2 ("Lot 5"), Juan Bargas owns Lot 6 of THREE RIVERS CROSSING PHASE 2 ("Lot 6"), Lucretia + Martha Rocha owns Lot 8, of THREE RIVERS CROSSING PHASE 2 ("Lot 8"), Rogers + Diane Brown owns Lot 23 of THREE RIVERS CROSSING PHASE 2 ("Lot 23"), and Ronda Coughran owns Lot 27 of THREE RIVERS CROSSING PHASE 2 ("Lot 27"). The real property included in the Phase 2 Plat is referred to in this Declaration as "Three Rivers Crossing Phase 2".

B. Declarant recorded that certain plat of Three Rivers Crossing Phase 1 on August 11, 2004 as Document No. 1649114 in Volume D at Page 269 of the plat records of Franklin County, Washington (the "Original Plat"). Declarant recorded that certain Declaration of Protective Covenants For Three Rivers Crossing Phase 1 on November 16, 2004 as Document No. 1653778 in the deed records of Franklin County, Washington (the "Original Declaration") and that certain Amended And Restated Declaration of Protective Covenants For Three Rivers Crossing Phase 1 on November 30, 2004 as Document No. 1654490 in the deed records of Franklin County, Washington (the "Amended and Restated Declaration"). The Original Declaration and the Amended and Restated Declaration are collectively referred to herein as the "CC&Rs." The CC&Rs were intended to burden the entire property that is, or will be annexed to, the Three Rivers Crossing subdivision, which is being developed in phases.

C. Declarant desires to annex Three Rivers Crossing Phase 2 to the real property that is subject to the CC&Rs, upon the terms and conditions contained in this Declaration. The owners of Lot 4, Lot 5, Lot 6, Lot 8, Lot 23 and Lot 27 desire to consent to the annexation of their lots to the real property that is subject to the CC&Rs, as set forth in this Declaration.

NOW, THEREFORE, Declarant hereby declares that Three Rivers Crossing Phase 2 shall be held, sold and conveyed subject to the following covenants, restrictions and charges that, subject to the terms of this Declaration, shall run with the land and shall be binding upon all parties having or acquiring any right, title or interest in Three Rivers Crossing Phase 2, or any part thereof, and shall inure to the benefit of each owner thereof.

ARTICLE 1 DEFINITIONS

Annexed Lots shall mean Lots 1 through 49, inclusive, as shown on the Phase 2 Plat.

ARTICLE 2 ANNEXATION OF PROPERTY

(a) Annexation. Three Rivers Crossing Phase 2 is hereby annexed to and made a part of the Three Rivers Crossing subdivision, and is owned and shall be owned, held, conveyed, hypothecated, encumbered, used, occupied and improved in



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perpetuity, subject to the easements, covenants, restrictions and charges contained in the CC&Rs, as may be modified or supplemented by the terms of this Declaration.

(b) Annexed Lots. The Annexed Lots, including, without limitation, any improvements on such lots, shall be subject to all of the covenants, restrictions and charges regarding the lots set forth in the CC&Rs, as may be supplemented or modified by this Declaration.

ARTICLE 3 ADDITIONAL ANNEXATION

Declarant reserves the right to annex additional properties pursuant to the Declaration, but bears no obligation to do so.

ARTICLE 4 MISCELLANEOUS PROVISIONS

(a) Non-Waiver. Failure by the Architectural Review Committee, Declarant or any Owner of an Annexed Lot to enforce a covenant or restriction herein contained shall in no event be deemed a waiver of the right to do so thereafter.

(b) Construction; Severability. This Declaration and the CC&Rs shall be liberally construed as one document to effect the annexation of Three Rivers Crossing Phase 2 to the Three Rivers Crossing subdivision. Nevertheless, each provision of this Declaration and the CC&Rs shall be deemed independent and severable, and the invalidity or partial invalidity of any provision shall not affect the validity or enforceability of the remaining part of that or any other provision.


(c) Run with Land. This Declaration and the covenants, restrictions and changes described herein shall run with the land and shall be binding on the parties and any person acquiring any right, title, or interest in Three Rivers Crossing Phase 2.

(d) Termination. This Declaration shall terminate upon the termination of the CC&Rs.

[Remainder of the Page Intentionally Left Blank]



The undersigned owner of Lot 27 of THREE RIVERS CROSSING PHASE 2 hereby consents to the foregoing Declaration of Annexation of Real Property to the Amended and Restated Declaration of Protective Covenants for Three Rivers Crossing Phase 1.

Print Name: Ronda Coughran  Print Name: RHONDA COUGHREN

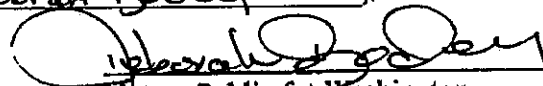
STATE OF WASHINGTON }
 } ss.
 County of Franklin }

The foregoing instrument was executed and acknowledged before me this _____ day of _____, 2005, by _____.

Notary Public for Washington
 My commission expires: _____

STATE OF WASHINGTON }
 } ss.
 County of Franklin }

The foregoing instrument was executed and acknowledged before me this 22nd day of October, 2005, by Deborah Bodey.


 Notary Public for Washington
 My commission expires: 6/10/07





The undersigned owner of Lot 5 of THREE RIVERS CROSSING PHASE 2 hereby consents to the foregoing Declaration of Annexation of Real Property to the Amended and Restated Declaration of Protective Covenants for Three Rivers Crossing Phase 1.

Stacy Wiley
 Print Name: Stacy Wiley

Joseph Lorenzo
 Print Name: Joseph Lorenzo

STATE OF WASHINGTON }
 } ss.
 County of Franklin }

The foregoing instrument was executed and acknowledged before me this 22nd day of October, 2005, by Deborah Bodey.

Deborah Bodey
 Notary Public for Washington
 My commission expires: 6-7-07

STATE OF WASHINGTON }
 } ss.
 County of Franklin }

The foregoing instrument was executed and acknowledged before me this 22nd day of October, 2005, by Deborah Bodey.

Deborah Bodey
 Notary Public for Washington
 My commission expires: 6-7-07



