

When Recorded Return To:

OAKMONT 19 PARTNERSHIP
KEITH DEVELOPMENT CORP.
801 7th Street
Santa Rosa, CA 95404

CONFORMED COPY
Recorded 4-29-97
Serial # 97-0035056
Sonoma County Records
NOT COMPARED

**DECLARATION OF ANNEXATION
FOR THE ANNEXATION OF OAKMONT 21
INTO OAKMONT**

THIS DECLARATION is made this 24 day of April, 1997, by OAKMONT 19 PARTNERSHIP, A California General Partnership, KEITH DEVELOPMENT CORPORATION, General Partner, and MICHAEL SASS, a General Partner, hereinafter referred to as "DECLARANT", with reference to the following facts:

A. DECLARANT is the owner of real property located in the City of Santa Rosa, County of Sonoma, State of California, more particularly described as:

"All that certain real property situated in the City of Santa Rosa, County of Sonoma, State of California, beings Lots 1 through 12, and Parcel A, as shown on the map entitled "Oakmont No. 21" and recorded on the 29th day of April, 1997, in Book 563 of Maps at Pages 38 - 40 in the Office of the Recorder of the County of Sonoma, State of California" (hereinafter referred to as "the Map").

The property described in said Map shall hereinafter be referred to as the "property."

B. The OAKMONT VILLAGE ASSOCIATION is a California, non profit corporation, and the duly qualified owners' association which was created for the purpose of managing the common interest development in Santa Rosa, Sonoma County, California known as "Oakmont" (hereinafter referred to as "ASSOCIATION").

C. The DECLARANT is the succeeding developer in Oakmont, and seeks to create a scheme of development for the property which is consistent with covenants, conditions, and restrictions recorded in prior phases of Oakmont. Accordingly, DECLARANT has caused to be recorded certain covenants, conditions and restrictions entitled "AMENDED AND RESTATED OAKMONT VILLAGE DECLARATION NO. 49 OF PROTECTIVE RESTRICTIONS," which were recorded on the 1st day of April, 1996, as Recorder's Serial Number 96-0028452, Official Records of Sonoma County.

D. The DECLARANT is now annexing the next phase of the planned development, to be commonly known as "Oakmont 21". Accordingly, there is to be recorded with this Declaration of Annexation certain covenants, conditions and restrictions entitled "OAKMONT VILLAGE DECLARATION NO. 50 OF PROTECTIVE RESTRICTIONS," (hereinafter the "Oakmont 21 Declaration) under which the properties and residents within the Oakmont 21 phase of Oakmont shall be brought into the a common scheme of development and governed by a common set of restrictions with the owners of the Oakmont 19 subdivision, and have the same obligations and be afforded the same rights as the properties and residents in Oakmont 19 subdivision have under the Oakmont 19 Declaration.

E. The ASSOCIATION has duly and lawfully approved the incorporation of the property into Oakmont so that the ASSOCIATION shall have and accept jurisdiction over the property and the improvements thereon and accept the owners of the property into membership in the ASSOCIATION in accordance with the Oakmont 21 Declaration and the By-laws of the ASSOCIATION.

F. The Quail Run Owners Association is a maintenance sub-association formed to take title to and maintain on behalf of the owners of property, the Common Area (Parcel A as shown on the Map).

NOW THEREFORE, DECLARANT DECLARES AS FOLLOWS:

1. Pursuant to the terms of this instrument, DECLARANT, as the owner of certain property above described, declares that said property is hereby annexed to and made a part of Oakmont, and that said property shall hereafter be held, sold, leased, transferred, occupied and conveyed subject to the terms, provisions, covenants, conditions, restrictions and easements of the Oakmont 21 Declaration, including subsequent amendments thereto, which Declaration is by reference incorporated herein and made a part hereof.

2. The owner of a lot within the property will receive title to that lot plus a membership in the OAKMONT VILLAGE ASSOCIATION, which membership shall be appurtenant to the lot, all in accordance with the Oakmont 21 Declaration and the By-laws of the ASSOCIATION.

3. DECLARANT shall convey the common area (Parcel A as shown on the Map) to the Quail Run Owners Association prior to the close of escrow on the sale of the first lot of the property to be held for the benefit of all owners within the property.

IN WITNESS WHEREOF, DECLARANT has executed this Declaration of Annexation

on the date set forth above.

OAKMONT 19 PARTNERSHIP, A
California General Partnership

By: *Jon P. Witt*
KEITH DEVELOPMENT CORPORATION,
General Partner

By: *Michael SASS*
MICHAEL SASS, General Partner

CONSENT AND AGREEMENT

The ASSOCIATION hereby approves the above Declaration and accepts jurisdiction over the Property in accordance with that Declaration. The ASSOCIATION further agrees that the owner(s) of a lot or lots within the Property will receive a membership in the OAKMONT VILLAGE ASSOCIATION, which membership shall be appurtenant to the owner's lot(s) and be in accordance with the terms, conditions and restrictions set forth in the Declaration and the By-laws of the ASSOCIATION.

The undersigned, being the duly elected and acting President and Secretary of the Board of Directors of the ASSOCIATION hereby certify that the Board of Directors of the ASSOCIATION has approved this instrument and the related Declaration, and that they have been authorized to sign this instrument as manifesting such approvals.

DATED: 4/24, 1997

OAKMONT VILLAGE ASSOCIATION
a California Non-Profit Mutual Benefit Association

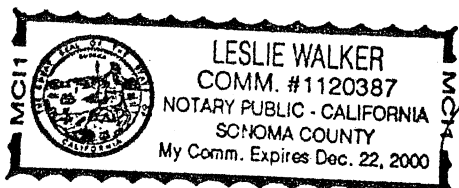
by: *L. L. Dintiman*
Its: President

by: *Hywatha Robinson*
Its: Secretary

STATE OF CALIFORNIA)
) SS.
COUNTY OF SONOMA)

On 4/25/97, before me, Leslie Walker, the undersigned, a Notary Public in and for said County and State, personally appeared Joseph P. Keith * *, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



[Handwritten signature]

Notary Public

STATE OF CALIFORNIA)
) SS.
COUNTY OF SONOMA)

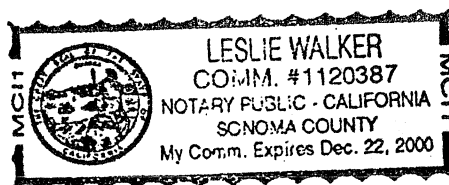
On 4/25/97, before me, Leslie Walker, the undersigned, a Notary Public in and for said County and State, personally appeared Michael Sass * *, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

[Handwritten signature]

Notary Public

ANNEXATION - OVA

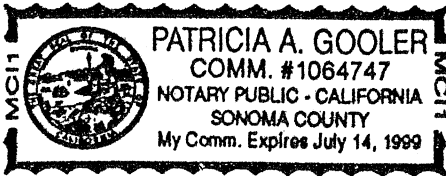


Notary Public

STATE OF CALIFORNIA)
) SS.
COUNTY OF SONOMA)

On 4/24/97, before me, PATRICIA A GOOLER, the undersigned, a Notary Public in and for said County and State, personally appeared L.L. DINTIMAN, personally known to me (~~or proved to me on the basis of satisfactory evidence~~) to be the person(s) whose name(s) is are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

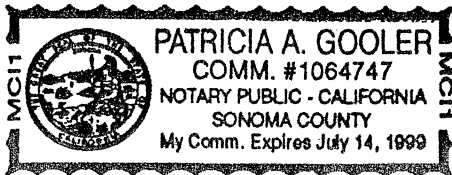


Patricia A Gooler
Notary Public

STATE OF CALIFORNIA)
) SS.
COUNTY OF SONOMA)

On April 24, 1997, before me, PATRICIA A GOOLER, the undersigned, a Notary Public in and for said County and State, personally appeared Hywathn Robinson, personally known to me (~~or proved to me on the basis of satisfactory evidence~~) to be the person(s) whose name(s) is are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Patricia A Gooler
Notary Public