AMENDMENT TO A DECLARATION OF RESTRICTIVE COVENANT

THE STATE OF TEXAS	§	
	§	KNOW ALL PERSONS BY
COUNTY OF WILLIAMSON	§	THESE PRESENTS:

This amendment to a Declaration of Restrictive Covenant (the "Declaration") is made by Austin Jack, L.L.C., a Delaware limited liability company ("Austin Jack").

RECITALS:

A. Austin Jack is the owner of that certain tract of real property (the "Austin Jack" Property") located in Williamson County, Texas, as more particularly described by metes and bounds on Exhibit A, attached hereto and incorporated herein by reference. The Austin Jack Property is out of a portion of the "State Farm Property," as more particularly described by metes and bounds in the Williamson County Public Records, Volume 2004, Pages 621-622.

B. The terms of that certain Fifth Amendment to the Agreement Concerning Creation and Operation of the North Austin Municipal Utility District No. 1 (the "Fifth Amendment") require that certain restrictive covenants regarding permissible land uses be placed on the State Farm Property.

C. The Eleventh Amendment to the Agreement Concerning Creation and Operation of the North Austin Municipal Utility District No. 1 (the "Eleventh Amendment") amends the permissible land uses applicable to the Austin Jack Property.

D. Austin Jack desires to amend this Declaration of Restrictive Covenants to change the permissible land uses in accordance with the Eleventh Amendment.

NOW, THEREFORE, in consideration of the sum of TEN AND NO/100 DOLLARS ($10.00) and other good and valuable consideration received from the City of Austin, the receipt and sufficiency of which are hereby acknowledged, it is declared that Austin Jack, L.L.C., as the owner of the Austin Jack Property, shall hold, sell, and convey the Austin Jack Property subject to the covenants and restrictions listed below:

1. Section 1, entitled "Permissible Uses," of the Declaration of Restrictive Covenant filed in the Williamson County Public Records at Volume 2004, Pages 618-623, is deleted and replaced by the following paragraph:

   "Permissible Uses. The land uses on the 25.75 acre Austin Jack property, a part of the State Farm Property, as dictated on the Eleventh Amended Land Use Plan include only the range of uses permitted in the Multi-Family Residence Moderate – High Density District use district as described in City Code Section 25-2-65, as

it existed in May 2007. The land uses approved on the remainder of the State Farm Property include only the range of uses permitted in the GR use district as described in City Code Section 13-2-221, as it existed in August 1990, provided that liquor sales will be permitted inside the proposed hotel uses. The land uses approved on the Land Use Plan shall not be cumulative."

2. All else remains the same.

EXECUTED this the 23rd day of May, 2007.

Austin Jack:

AUSTIN JACK, L.L.C.,
A Delaware limited liability company

By: **STATE FARM REALTY INVESTMENT COMPANY f/k/a AMBERJACK, LTD.**, its managing member

By: _____
John R. Higgins
Vice President

By: _____
G. Roger Gielow
Secretary

City:

ACKNOWLEDGMENT AND CONSENT:

CITY OF AUSTIN,
A Texas municipal corporation

By: _____

Printed Name: _____
Title: _____

STATE OF TEXAS §

COUNTY OF WILLIAMSON §

Before me _____, Notary Public, on this day personally appeared Laura J. Huffman, Assistant City Manager of the City of Austin, a Texas municipal corporation, on behalf of said municipal corporation.

Given under my hand and seal of office on _____, 2007.

_____
Notary Public

~~**STATE OF TEXAS** §~~

COUNTY OF WILLIAMSON §

Before me _____, Notary Public, on this day personally appeared John R. Higgins, Vice President of State Farm Realty Investment Company f/k/a Amberjack, Ltd., managing member of Austin Jack, L.L.C., a Delaware Limited Liability Company, on behalf of said company.

Given under my hand and seal of office on _____, 2007.

_____
~~Notary Public~~

STATE OF ILLINOIS §
§
COUNTY OF MCLEAN §

Before me Sue Shepherd, Notary Public, on this day personally appeared John R. Higgins, Vice President of State Farm Realty Investment Company f/k/a Amberjack, Ltd., managing member of Austin Jack, L.L.C., a Delaware Limited Liability Company, on behalf of said corporation.

OFFICIAL SEAL
Sue Shepherd
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES 06/30/2010

Sue Shepherd

Notary Public in and for The State of Illinois
Sue Shepherd
My Commission Expires: June 30, 2010

THE STATE OF ILLINOIS §
§
COUNTY OF MCLEAN §

Before me Sue Shepherd, Notary Public, on this day personally appeared G. Roger Gielow, Secretary of State Farm Realty Investment Company f/k/a Amberjack, Ltd., managing member of Austin Jack, L.L.C., a Delaware Limited Liability Company, on behalf of said corporation.

OFFICIAL SEAL
Sue Shepherd
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES 06/30/2010

Sue Shepherd

Notary Public in and for The State of Illinois
Sue Shepherd
My Commission Expires: June 30, 2010

11.442 ACRES
PORTION OF LOT 2
ROBINSON RANCH SUBDIVISION

Exhibit A

FN. NO. 07-004(AJM)
JANUARY 3, 2007
1266-05.09

DESCRIPTION

OF 11.442 ACRES OF LAND OUT OF THE THOMAS P. DAVY SURVEY ABSTRACT NO. 169, SITUATED IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF LOT 2, ROBINSON RANCH SUBDIVISION, A SUBDIVISION OF RECORD IN CABINET J, SLIDES 386-387 OF THE PLAT RECORDS OF WILLIAMSON COUNTY, TEXAS; SAID 11.442 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING, at an iron rod found in the southerly right-of-way line of State Farm Way (R.O.W. varies), being the northeasterly corner of Lot 2, Block "B" State Farm Subdivision Section One, a subdivision of record in Cabinet K, Slide 83 of said Plat Records, being the northwesterly corner of said Lot 2, Robinson Ranch Subdivision;

THENCE, along said southerly right-of-way line, being the northerly line of said Lot 2, Robinson Ranch Subdivision, the following five (5) courses and distances:

1) N70°53'40"E, a distance of 49.00 feet to a 1/2 inch iron rod with cap set for the point of curvature of a curve to the left;

2) Along said curve to the left having a radius of 708.36 feet, a central angle of 13°49'00", an arc length of 170.82 feet and a chord which bears N63°59'10"E, a distance of 170.40 to a 1/2 inch iron rod with cap set for the point of tangency of said curve;

3) N57°04'40"E, a distance of 181.00 feet to a 1/2 inch iron rod with cap set for the point of curvature of a curve to the right;

4) Along said curve to the right having a radius of 760.02 feet, a central angle of 11°17'11", an arc length of 149.71 feet and a chord which bears N62°43'27"E, a distance of 149.47 to an iron rod found for the end of said curve;

5) N68°21'38"E, a distance of 77.40 feet to a 1/2 inch iron rod with cap set for the **POINT OF BEGINNING** and northwesterly corner hereof;

THENCE, N68°21'38"E, continuing along said southerly right-of-way line, for the northerly of said Lot 2, Robinson Ranch Subdivision and hereof, a distance of 462.71 feet to a 1/2 inch iron rod with cap set, for the northeasterly corner hereof;

THENCE, leaving said southerly right-of-way line, over and across said Lot 2, Robinson Ranch Subdivision, for a portion of the easterly line hereof, the following four (4) courses and distances:

1) S21°42'22"E, a distance of 332.91 feet to a 1/2 inch iron rod with cap set at an angle point;

2) N69°00'15"E, a distance of 117.15 feet to a 1/2 inch iron rod with cap set at an angle point;

3) S21°42'22"E, a distance of 546.84 feet to a 1/2 inch iron rod with cap set at an angle point;

4) N69°00'15"E, a distance of 350.03 feet to a 1/2 inch iron rod with cap set in the easterly line of said Lot 2, Robinson Ranch Subdivision, being in the westerly right-of-way line of West Parmer Lane (R.O.W. varies), for an angle point hereof;

THENCE, S21°42'22"E, along said westerly right-of-way line, for a portion of the easterly line of said Lot 2, Robinson Ranch Subdivision and hereof, a distance of 68.01 feet to an iron rod found (TXDOT Hwy. Sta. 338+58.48, 100 feet right) at the southeasterly corner of said Lot 2, Robinson Ranch Subdivision, also being the northeasterly corner of Lot 1, Block "A" Jefferson Center Subdivision, a subdivision of record in Cabinet T, Slides 107-109 of said Plat Records, for the southeasterly corner hereof;

THENCE, leaving said westerly right-of-way line, along the southerly line of said Lot 2, Robinson Ranch Subdivision, being the northerly line of said Lot 1, Block "A", for the southerly line hereof, the following two (2) courses and distances:

1) S69°00'15"W, a distance of 705.23 feet to an iron rod found at an angle point;

2) S68°09'53"W, a distance of 159.11 feet to a 1/2 inch iron rod with cap set for the southwesterly corner hereof;

THENCE, leaving the northerly line of said Lot 1, Block "A", over and across said Lot 2, Robinson Ranch Subdivision, for the westerly line hereof, the following three (3) courses and distances:

1) N21°50'07"W, a distance of 465.01 feet to a 1/2 inch iron rod with cap set at an angle point;

2) N44°33'05"W, a distance of 167.17 feet to a 1/2 inch iron rod with cap set at an angle point;

3) N21°38'22"W, a distance of 326.63 feet to the **POINT OF BEGINNING**, containing an area of 11.442 acres (497,608 sq. ft.) of land, more or less, within these metes and bounds.

I, MARK J. JEZISEK, A REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY STATE THAT THIS DESCRIPTION WAS PREPARED FROM A SURVEY MADE ON THE GROUND UNDER MY DIRECTION AND SUPERVISION DURING THE MONTHS OF JULY AND AUGUST, 2006.

BURY & PARTNERS, INC.
ENGINEERS-SURVEYORS
3345 BEE CAVES ROAD, SUITE 200
AUSTIN, TEXAS 78746

MARK J. JEZISEK
R.P.L.S. NO. 5267
STATE OF TEXAS

STATE OF TEXAS
REGISTERED
MARK JEREMY JEZISEK
5267
PROFESSIONAL
LAND SURVEYOR

14.310 ACRES
PORTION OF LOT 2,
ROBINSON RANCH SUBDIVISION

FN. NO. 07-003(AJM)
JANUARY 3, 2007
1266-05.09

DESCRIPTION

OF 14.310 ACRES OF LAND OUT OF THE THOMAS P. DAVY SURVEY ABSTRACT NO. 169, SITUATED IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF LOT 2, ROBINSON RANCH SUBDIVISION, A SUBDIVISION OF RECORD IN CABINET J, SLIDES 386-387 OF THE PLAT RECORDS OF WILLIAMSON COUNTY, TEXAS; SAID 14.310 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING, at an iron rod found in the southerly right-of-way line of State Farm Way (R.O.W. varies), being the northeasterly corner of Lot 2, Block "B" State Farm Subdivision Section One, a subdivision of record in Cabinet K, Slide 83 of said Plat Records, being the northwesterly corner of said Lot 2, Robinson Ranch Subdivision, for the northwesterly corner hereof;

THENCE, along said southerly right-of-way line, being the northerly line of said Lot 2, Robinson Ranch Subdivision, for the northerly line hereof, the following five (5) courses and distances:

1) N70°53'40"E, a distance of 49.00 feet to a 1/2 inch iron rod with cap set for the point of curvature of a curve to the left;

2) Along said curve to the left having a radius of 708.36 feet, a central angle of 13°49'00", an arc length of 170.82 feet and a chord which bears N63°59'10"E, a distance of 170.40 to a 1/2 inch iron rod with cap set for the point of tangency of said curve;

3) N57°04'40"E, a distance of 181.00 feet to a 1/2 inch iron rod with cap set for the point of curvature of a curve to the right;

4) Along said curve to the right having a radius of 760.02 feet, a central angle of 11°17'11", an arc length of 149.71 feet and a chord which bears N62°43'27"E, a distance of 149.47 to an iron rod found for the end of said curve;

5) N68°21'38"E, a distance of 77.40 feet to a 1/2 inch iron rod with cap set for the northeasterly corner hereof;

THENCE, leaving said southerly right-of-way line, over and across said Lot 2, Robinson Ranch Subdivision, for the easterly line hereof, the following three (3) courses and distances:

1) S21°38'22"E, a distance of 326.63 feet to a 1/2 inch iron rod with cap set for an angle point;

2) S44°33'05"E, a distance of 167.17 feet to a 1/2 inch iron rod with cap set for an angle point;

3) S21°50'07"E, a distance of 465.01 to a 1/2 inch iron rod with cap set in the southerly line of said Lot 2, Robinson Ranch Subdivision, being the northerly line of Lot 1, Block "A" Jefferson Center Subdivision, a subdivision of record in Cabinet T, Slides 107-109 of said Plat Records, for the southeasterly corner hereof;

THENCE, along the southerly line of said Lot 2, Robinson Ranch Subdivision, being the northerly line of said Lot 1, Block "A", for the southerly line hereof, the following two (2) courses and distances:

1) S68°09'53"W, a distance of 282.48 feet to a concrete monument found at an angle point;

2) S67°49'43"W, a distance of 446.04 feet to an iron rod found at the southeasterly corner of said Lot 2, Block "B", being the southwesterly corner of said Lot 2, Robinson Ranch Subdivison, for the southwesterly corner hereof;

THENCE, N19°06'34"W, leaving the northerly line of said Lot 1, Block "A", along the easterly line of said Lot 2, Block "B", for the westerly line of said Lot 2, Robinson Ranch Subdivision and hereof, a distance of 890.67 feet to the **POINT OF BEGINNING,** containing an area of 14.310 acres (623,371 sq. ft.) of land, more or less, within these metes and bounds.

THE BEARING BASIS OF THE SURVEY SHOWN HEREON, IS THE WESTERLY R.O.W. LINE OF MERNA LANE NOW KNOWN AS BRIARWICK DRIVE (PLATTED AS GOOD NEIGHBOR DRIVE) AS SHOWN ON THE PLAT OF STATE FARM SUBDIVSION SECTION ONE BEING OF RECORD IN CABINET K, SLIDE 83 OF THE OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS.

I, MARK J. JEZISEK, A REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY STATE THAT THIS DESCRIPTION WAS PREPARED FROM A SURVEY MADE ON THE GROUND UNDER MY DIRECTION AND SUPERVISION DURING THE MONTHS OF JULY AND AUGUST, 2006, AND IS TRUE AND CORRECT TO THE BEST OF MY ABILITIES.

BURY & PARTNERS, INC.
ENGINEERS-SURVEYORS
3345 BEE CAVES ROAD, SUITE 200
AUSTIN, TEXAS 78746

1/3/07
MARK J. JEZISEK
R.P.L.S. NO. 5267
STATE OF TEXAS

STATE OF TEXAS
REGISTERED
MARK JERRY JEZISEK
5267
PROFESSIONAL
LAND SURVEYOR

Exhibit A Pg. 4 of 4