

RESTRICTIVE COVENANT

OWNER: The Carl and Verne Roe Family Trust

ADDRESS: 5707 Southwest Parkway, Austin, Texas 78735

CONSIDERATION: Ten and No/100 Dollars (\$10.00) and other good and valuable consideration paid by the City of Austin to the Owner, the receipt and sufficiency of which is acknowledged.

PROPERTY: A 29.691 acre tract of land, more or less, out of the Thomas Anderson League, the tract of land being more particularly described by metes and bounds in Exhibit "A" incorporated into this covenant, and

A 17.021 acre tract of land, more or less, out of the Thomas Anderson League, the tract of land being more particularly described by metes and bounds in Exhibit "B" incorporated into this covenant.

WHEREAS, the Owner of the Property and the City of Austin has agreed that the Property should be impressed with certain covenants and restrictions;

NOW, THEREFORE, it is declared that the Owner of the Property, for the consideration, shall hold, sell and convey the Property, subject to the following covenants and restrictions impressed upon the Property by this restrictive covenant. These covenants and restrictions shall run with the land, and shall be binding on the Owner of the Property, its heirs, successors, and assigns.

1. A site plan or building permit for the Property may not be approved, released, or issued, if the completed development or uses of the Property, considered cumulatively with all existing or previously authorized development and uses, generate traffic that exceeds the total traffic generation for the Property as specified in that certain Traffic Impact Analysis ("TIA") prepared by HDR/WHM Transportation Engineering Consultants, Inc., dated December 15, 2006, or as amended and approved by the Director of the Watershed Protection and Development Review Department. All development on the Property is subject to the recommendations contained in the memorandum from the Transportation Review Section of the Watershed Protection and Development Review Department, dated June 6, 2007. The TIA shall be kept on file at the Watershed Protection and Development Review Department.
2. At the time an application for approval of a site plan is submitted for development of the Property, or any portion of the Property, an Integrated Pest Management (IPM) plan shall be submitted to the Watershed Protection and Development Review Department for review and approval. The IPM plan shall comply with the guidelines in Section 1.6.9.2 (D) and (F) of the Environmental Criteria Manual that are in effect on the date of this covenant.

3. At the time an application for approval of a site plan is submitted for development of the Property, or any portion of the Property, a landscape plan shall be submitted to the Watershed Protection and Development Review Department for review and approval. Ninety percent of the total plant material used, exclusive of turf, shall be native to Central Texas or on the Grow Green Native and Adapted Landscape Plants list, attached as Exhibit "C". Plants on the Invasive Species/Problem Plants list, attached as Exhibit "D", may not be included.
4. If any person or entity shall violate or attempt to violate this agreement and covenant, it shall be lawful for the City of Austin to prosecute proceedings at law or in equity against such person or entity violating or attempting to violate such agreement or covenant, to prevent the person or entity from such actions, and to collect damages for such actions.
5. If any part of this agreement or covenant is declared invalid, by judgment or court order, the same shall in no way affect any of the other provisions of this agreement, and such remaining portion of this agreement shall remain in full effect.
6. If at any time the City of Austin fails to enforce this agreement, whether or not any violations of it are known, such failure shall not constitute a waiver or estoppel of the right to enforce it.
7. This agreement may be modified, amended, or terminated only by joint action of both (a) a majority of the members of the City Council of the City of Austin, and (b) by the owner(s) of the Property subject to the modification, amendment or termination at the time of such modification, amendment or termination.

EXECUTED this the _____ day of _____, 2007.

OWNER:

The Carl and Verne Roe Family Trust

By: _____
Carl Roe, Trustee

APPROVED AS TO FORM:

Assistant City Attorney
City of Austin

THE STATE OF TEXAS §

COUNTY OF TRAVIS §

This instrument was acknowledged before me on this the ____ day of _____, 2007,
by Carl Roe, as Trustee, of the Carl and Verne Roe Family Trust.

Notary Public, State of Texas

After Recording, Please Return to:

City of Austin

Department of Law

P. O. Box 1088

Austin, Texas 78767

Attention: Diana Minter, Legal Assistant

29.691 ACRES
KOONTZ MCCOMBS
NORTH ZONING TRACT

EXHIBIT A

60-TRACT1
FN. NO. 07-313 (MJJ)
MAY 29, 2007
BPI JOB NO. 1093-04.08

DESCRIPTION

OF 29.691 ACRES OF LAND OUT OF THE THOMAS ANDERSON LEAGUE, SITUATED IN THE CITY OF AUSTIN, TRAVIS COUNTY, TEXAS, BEING A PORTION OF THAT CERTAIN 46.731 ACRE TRACT OF LAND CONVEYED TO CARL AND VERNE ROE BY DEED OF RECORD IN VOLUME 13401, PAGE 459 OF THE REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS; SAID 29.691 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING, at a 1/2 inch iron rod found in the southerly line of Southwest Parkway (R.O.W. varies), being the northeasterly corner of that certain tract of land conveyed to Realtex Ventures Inc., LP by deed of record in Document No. 2006220067 of the Official Public Records of Travis County, Texas and the northwesterly corner of said 46.731 acre tract, for the northwesterly corner hereof;

THENCE, along the southerly line of Southwest Parkway, being the northerly line of said 46.731 acre tract, for the northerly line hereof, the following two (2) courses and distances:

- 1) S57°15'53"E, a distance of 389.68 feet to a 1/2 inch iron rod with cap set for an angle point;
- 2) S60°10'08"E, a distance of 655.70 feet to a 1/2 inch iron rod with cap set at the northwesterly corner of that certain tract of land conveyed to Southwest Parkway Partners L.P. by deed of record in Document No. 2006057459 of said Official Public Records, being the northeasterly corner of said 46.731 acre tract, for the northeasterly corner hereof;

THENCE, S30°17'45"W, along the westerly line of said Southwest Parkway Partners L.P. tract, being a portion of the easterly line of said 46.731 acre tract, for a portion of the easterly line hereof, a distance of 1053.12 feet to an iron pipe found at the southwesterly corner of said Southwest Parkway Partners L.P. tract, being an angle point in the westerly line of Lot 2 Buas and Gage Subdivision, a subdivision of record in Volume 9, Page 96 of the Plat Records of Travis County, Texas and an angle point in the easterly line of said 46.731 acre tract, for an angle point hereof;

THENCE, S30°11'42"W, along a portion of the westerly line of said Lot 2, being a portion of the easterly line of said 46.731 acre tract, for a portion of the easterly line hereof, a distance of 161.14 feet to the southeasterly corner hereof, from which an iron pipe found at an angle point in the easterly line of said 46.731 acre tract, being the northwesterly corner of that certain 21.37 acre tract conveyed to Randall Krumm by deed of record in Volume 11839, Page 2742 of said Real Property Records bears, S30°11'42"W, a distance of 620.03 feet;

FN 07-313 (MJJ)
MAY 29, 2007
PAGE 2 OF 2

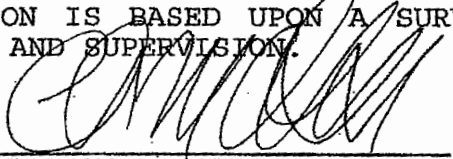
THENCE, N59°38'23"W, leaving the westerly line of said Lot 2, over and across said 46.731 acre tract, for the southerly line hereof, a distance of 1087.35 feet to a point in the easterly line of Lot 1, Block "A" Harpers Park Subdivision, a subdivision of record in Volume 100, Pages 196-197 of said Plat Records, being the westerly line of said 46.731 acre tract, for the southwesterly corner hereof;

THENCE, in part along the easterly lines of said Lot 1 and said Realtex Ventures Inc. LP tract, being a portion of the westerly line of said 46.731 acre tract, for the westerly line hereof, the following two (2) courses and distances:

- 1) N32°17'00"E, passing at a distance of 605.80 feet a 1/2 inch iron rod found at the common easterly corner of said Lot 1 and said Realtex Ventures Inc. LP tract and continuing for a total distance of 715.54 feet to a 1/2 inch iron rod with cap set for an angle point in the common line of said Realtex Ventures Inc. LP tract and said 46.731 acre tract;
- 2) N32°14'08"E, a distance of 509.49 feet to the **POINT OF BEGINNING**, and containing 29.691 acres (1,293,330 sq. ft.) of land, more or less, within these metes and bounds.

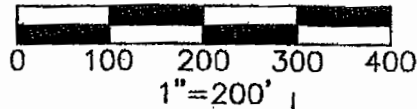
I, CHARLES M. BENSON, A REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY STATE THAT THIS DESCRIPTION IS BASED UPON A SURVEY MADE ON THE GROUND UNDER MY DIRECTION AND SUPERVISION.

BURY & PARTNERS, INC.
ENGINEERING SOLUTIONS
221 WEST SIXTH STREET, STE. 600
AUSTIN, TEXAS 78701


CHARLES M. BENSON DATE
R.P.L.S. NO. 4863
STATE OF TEXAS

MAY 29, 2007





LOT 1, BLOCK A
THE PRESERVE AT
TRAVIS CREEK, SEC. 1
DOC. #2000019845

LOT 1, BLOCK A
THE PRESERVE AT TRAVIS CREEK,
SECTION 2 DOC. #2000019845

CITY OF AUSTIN
V.5029, P.25



SOUTHWEST PARKWAY (R.O.W. WIDTH VARIES)

REALTEX VENTURES INC. LP
DOCUMENT #2006220067

S57°15'53"E 389.68'

S60°10'08"E 655.70'

S56°37'13"E
206.22'

POINT
OF
BEGINNING

29.691 ACRES
(1,293,330 SQ. FT.)

THOMAS ANDERSON SURVEY ABSTRACT NO. 2

LOT 1
BLOCK A

HARPERS PARK SUBDIVISION
VOLUME 100, PAGE 196-197

605.80'

N32°17'00"E 715.54'

109.74'

N32°14'08"E 509.49'

46.731 ACRES
CARL AND VERNE ROE
FAMILY TRUST
VOL. 13401, PG. 459



N59°38'23"W 1087.35'

S30°11'42"W
161.14'

S59°21'20"E
208.45'

LOT 2
BLAS AND
GAGE SUBDIVISION
VOL. 9, PAGE 96

NW CORNER
OF 21.37 ACRES
RANDALL KRUMH
VOL. 11839, PG. 2742

LEGEND

- 1/2" IRON ROD FOUND (UNLESS NOTED)
- 1/2" IRON ROD WITH CAP SET
- ⊙ IRON PIPE FOUND
- △ COMPUTED POINT

Bury+Partners
ENGINEERING SOLUTIONS
221 West Sixth Street, Suite 800
Austin, Texas 78701
Tel. (512)328-0011 Fax (512)328-0325
Bury+Partners, Inc. ©Copyright 2007

SKETCH TO ACCOMPANY DESCRIPTION
OF 29.961 ACRE TRACT OF LAND OUT OF THE THOMAS
ANDERSON LEAGUE SITUATED IN TRAVIS COUNTY,
TEXAS, BEING A PORTION OF THAT CERTAIN 46.731
ACRE TRACT CONVEYED TO CARL AND VERNE ROE BY
DEED OF RECORD IN VOLUME 13401, PAGE 459 OF THE
REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS

**KOONTZ
McCOMBS**

LO = TRACT 2

17.021 ACRES
KOONTZ MCCOMBS
NORTH ZONING TRACT

FN. NO. 07-314(AJM)

MAY 29, 2007

BPI JOB NO. 1093-04.08

EXHIBIT B

DESCRIPTION

OF 17.021 ACRES OF LAND OUT OF THE THOMAS ANDERSON LEAGUE, SITUATED IN THE CITY OF AUSTIN, TRAVIS COUNTY, TEXAS, BEING A PORTION OF THAT CERTAIN 46.731 ACRE TRACT OF LAND CONVEYED TO CARL AND VERNE ROE BY DEED OF RECORD IN VOLUME 13401, PAGE 459 OF THE REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS; SAID 17.021 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING, at a computed point in the easterly line of said 46.731 acre tract, being a point in the westerly line of Lot 2 Buas and Gage Subdivision, a subdivision of record in Volume 9, Page 96 of the Plat Records of Travis County, Texas, from which an iron pipe found at the southwesterly corner of that certain tract of land conveyed to Southwest Parkway Partners L.P. by deed of record in Document No. 2006057459 of said Official Public Records land, same being an angle point in the westerly line of said Lot 2 Buas and Gage Subdivision, bears N30°11'42"E, a distance of 161.14 feet;

THENCE, S30°11'42"W, along a portion of the westerly line of said Lot 2, being a portion of the easterly line of said 46.731 acre tract, for a portion of the easterly line hereof, a distance of 620.03 feet to an iron pipe found at an angle point in the easterly line of said 46.731 acre tract, same being the northwesterly corner of that certain 21.37 acre tract conveyed to Randall Krumm by deed of record in Volume 11839, Page 2742 of said Real Property Records;

THENCE, S29°28'57"W, leaving the westerly line of said Lot 2, continuing along a portion of the westerly line of said 21.37 acre tract, being a portion of the easterly line of said 46.731 acre tract a distance of 91.11 feet to a 1/2 inch iron rod found for the northeasterly corner of that certain tract of land conveyed to Larry Vernon Webb by deed of record in Volume 11520, Page 1726 of said Real Property Records, for an angle point hereof;

THENCE, N60°29'03"W, leaving the westerly line of said 21.37 acre tract, continuing along a portion of the westerly line of said Larry Vernon Webb tract, being a portion of the southerly line of said 46.731 acre tract, a distance of 239.46 feet to a 1/2 inch iron rod found at the northwesterly corner of said Larry Vernon Webb tract, same being the northeasterly corner of that certain tract of land conveyed to Gary and Jane Basham by deed of record in Volume 11592, Page 1692 of said Real Property Records, for an angle point hereof;

THENCE, N58°42'45"W, leaving the westerly line of said Larry Vernon Webb tract, continuing along the northerly line of said Gary and Jane Basham tract, being a portion of the southerly line of said 46.731 acre tract, a distance of 110.06 feet to an iron pipe found at the northeasterly corner of said Gary and Jane Basham tract, for a portion of the southerly line hereof;

THENCE, S30°49'41"W, continuing along the westerly line of said Gary and Jane Basham tract, being a portion of the southerly line of said 46.731 acre tract, a distance of 368.68 feet to a 1/2 inch iron rod set in the northerly line of the Resubdivision Of A Portion Of Oak Acres, a subdivision of record in Volume 9, Page 91 of said Plat Records, same being the southwesterly corner of said Gary and Jane Basham tract, for a portion of the southerly line hereof;

THENCE, leaving the westerly line of said Gary and Jane Basham tract, continuing along the northerly line of said Resubdivision Of A Portion Of Oak Acres, being the southerly line of said 46.731 acre tract, for a portion of the southerly line hereof, the following three (3) course and distances:

- 1) N59°00'18"W, a distance of 97.78 feet to an iron pipe found for an angle point hereof;
- 2) N59°22'36"W, a distance of 142.41 feet to a 1/2 inch iron rod found for an angle point hereof;
- 3) N58°10'14"W, a distance of 134.28 feet to an iron pipe found in the easterly line of Lot 1, Block "A" Harpers Park Subdivision, a subdivision of record in Volume 100, Pages 196-197 of said Plat Records, being the westerly line of said 46.731 acre tract, for the southernmost southwesterly corner hereof;

THENCE, leaving the northerly line of said Resubdivision Of A Portion Of Oak Acres, along the easterly line of said Lot 1, Block "A", being a portion of the westerly line of said 46.731 acre tract, N30°28'19"E, a distance of 368.38 feet to an iron pipe found for an angle point hereof;

THENCE, continuing along the easterly line of said Lot 1, Block "A", being a portion of the westerly line of said 46.731 acre tract, for a portion of the westerly line hereof, the following three (3) course and distances:

- 1) N60°04'50"W, a distance of 380.10 feet to an iron pipe found for an angle point hereof;
- 2) N32°02'52"E, a distance of 545.73 feet to a point being at or near the center of a 28" Live Oak tree found for an angle point hereof;

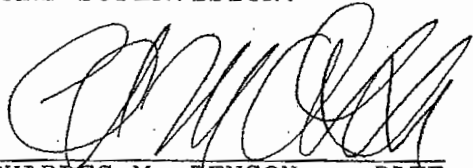
FN 07-314(AJM)
MAY 29, 2007
PAGE 3 OF 3

- 3) N32°17'00"E, a distance of 4.27 feet for the northwesterly corner hereof;

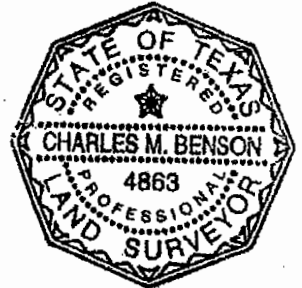
THENCE, S59°38'23"E, leaving the easterly line of said Lot 1, Block "A", over and across said 46.731 acre tract, for the northerly line hereof, a distance of 1087.35 feet to the **POINT OF BEGINNING**, and containing 17.021 acres (741,455 sq. ft.) of land, more or less, within these metes and bounds.

I, CHARLES M. BENSON, A REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY STATE THAT THIS DESCRIPTION IS BASED UPON A SURVEY MADE ON THE GROUND UNDER MY DIRECTION AND SUPERVISION.

BURY & PARTNERS, INC.
ENGINEERING SOLUTIONS
221 WEST SIXTH STREET, STE. 600
AUSTIN, TEXAS 78701


CHARLES M. BENSON DATE
R.P.L.S. NO. 4863
STATE OF TEXAS

May 29, 2007



REAL-TEX VENTURES
INC. LP
DOC. #2006220067

LEGEND

- 1/2" IRON ROD FOUND
- 1/2" IRON ROD SET WITH CAP (UNLESS NOTED)
- ⊙ IRON PIPE FOUND
- △ COMPUTED POINT

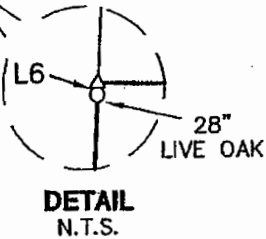
LINE TABLE

No.	BEARING	DISTANCE
L1	S29°28'57"W	91.11'
L2	N58°42'45"W	110.06'
L3	N59°00'18"W	97.78'
L4	N59°22'36"W	142.41'
L5	N58°10'14"W	134.28'
L6	N32°17'00"E	4.27'

HARPERS PARK
SUBDIVISION
VOL. 100, PG. 196-197

LOT 1
BLOCK A

N32°17'00"E 605.80'
N32°02'52"E 545.73'



S59°38'23"E 1087.35'

CARL AND VERNE ROE
FAMILY TRUST
VOL. 13401, PG. 459

THOMAS ANDERSON SURVEY ABSTRACT NO. 2

17.021 ACRES
(741,455 SQ. FT.)

HARPERS PARK
SUBDIVISION
VOL. 100, PG. 196-197

N60°04'50"W 380.10'

N30°28'19"E 368.38'

L5

L4

L3

S30°49'41"W 368.68'

L2

GARY & JANE BASHAM
VOL. 11592, PG. 1692

LARRY VERNON WEBB
VOL. 11520, PG. 1726

N60°29'03"W

239.46'

L1

S30°11'42"W 620.03'

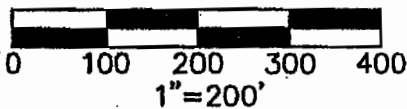
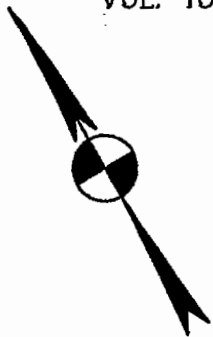
21.37 ACRES
RANDALL KRUMH

VOL. 11839, PG. 2742

SOUTHWEST PARKWAY
PARTNERS L.P.
DOC. #2006057459

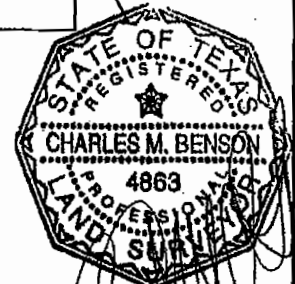
LOT 2

BUAS AND
GAGE SUBDIVISION
VOL. 9, PAGE 96



RESUBDIVISION OF
A PORTION OF OAK ACRES
VOLUME 9, PAGE 91

OAK BLVD NORTH
(40' R.O.W.)



Bury+Partners
ENGINEERING SOLUTIONS
221 West Sixth Street, Suite 600
Austin, Texas 78701
Tel. (512)328-0011 Fax (512)328-0325
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SKETCH TO ACCOMPANY DESCRIPTION
OF 17.021 ACRE TRACT OF LAND OUT OF THE THOMAS
ANDERSON LEAGUE SITUATED IN TRAVIS COUNTY, TEXAS,
BEING A PORTION OF THAT CERTAIN 46.731 ACRE TRACT
CONVEYED TO CARL AND VERNE ROE BY DEED OF RECORD
IN VOLUME 13401, PAGE 459 OF THE REAL PROPERTY
RECORDS OF TRAVIS COUNTY, TEXAS

**KOONTZ
McCOMBS**