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Zoning Case No. C14-2007-0227**RESTRICTIVE COVENANT**

OWNER: TR VISTA PRESERVE, LLC,
a Texas limited liability company

ADDRESS: 2505 N. Plano Road, Suite 3000, Richardson, Texas 75082

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 156.76 acre tract of land, more or less, out of the John Jackson Survey, No. 50, the Wm. Bradford Survey No. 48 and the Edmund B. Wade Survey No. 47, Travis County, Texas, the tract of land being more particularly described by metes and bounds, in Exhibit "A" incorporated into this covenant.

WHEREAS, the Owner of the Property and the City of Austin have 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. Owner agrees to reserve 70 feet of right-of-way from the center line of existing South Quinlan Park Road for future right-of-way, under Sections 25-6-51 through 25-6-55 in Chapter 25-6 of the City Code. A building or structure may not be erected nor may improvements be made within the reserved right-of-way as determined by the Watershed Protection and Development Review Department, except as otherwise authorized by the City of Austin.
2. 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.
3. 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.
4. 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.
5. 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.

1-17-08
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EXECUTED this the 16th day of January, 2008.

OWNER:

**TR VISTA PRESERVE, LLC,
a Texas limited liability company**

By: Thompson Realty Development Corporation,
a Texas corporation,
its managing member

By: [Signature]
W.T. Field, President

APPROVED AS TO FORM:

[Signature]
Assistant City Attorney
City of Austin

THE STATE OF TEXAS §

COUNTY OF Collin §

This instrument was acknowledged before me on this the 16th day of January, 2008, by W.T. Field, President, of Thompson Realty Development Corporation, a Texas corporation, the managing member of TR VISTA PRESERVE, LLC, a Texas limited liability company, on behalf of the corporation and the limited liability company.



[Signature]
Notary Public, State of Texas

After Recording, Please Return to:
City of Austin
Department of Law
P. O. Box 1088
Austin, Texas 78767-1088
Attention: Diana Minter, Legal Assistant

EXHIBIT A

PROPERTY DESCRIPTION

BEING A 156.76 ACRE TRACT OF LAND OUT OF THE JOHN JACKSON SURVEY NO. 50, ABSTRACT NO. 450, THE WM BRADFORD SURVEY NO. 48, ABSTRACT NO. 91 AND THE EDMUND B. WADE SURVEY NO. 47, ABSTRACT NO. 813 IN TRAVIS COUNTY, TEXAS. SAID 156.76 ACRES BEING A PORTION OF A CALLED 133 007 ACRE TRACT OF LAND AND A CALLED 75 044 ACRE TRACT OF LAND AS DESCRIBED IN EXHIBITS A-1 AND A-2, IN A DEED TO TR VISTA PRESERVE, LLC, RECORDED IN DOCUMENT NO. 2007182848 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS. SAID 156.76 ACRE TRACT, AS SHOWN ON THE ACCOMPANYING SKETCH, BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at the northeast corner of said 75.044 acre tract, being the northwest corner of a called 30.54 acre tract of land described in a deed to LA/DF Waterworks, Ltd, as recorded in Document No. 2004027468 of the Official Public Records of Travis County, Texas, and being in the south line of Selma Hughes Park Road, an eighty (80) foot county right-of-way, for the northeast corner of the herein described 156.76 acre tract;

THENCE, leaving said line, with the east line of said 75.044 acre tract, being the west line of said 30.54 acre tract, the following three (3) courses:

1. S 13° 52' 48" E, a distance of 591.43 feet,
2. S 36° 58' 25" E, a distance of 631.26 feet, and
3. S 53° 52' 43" E, a distance of 15.08 feet,

THENCE, leaving said line, crossing said 75.044 and 133 007 acre tracts, the following nine (9) courses:

1. a distance of 262.25 feet with an arc of a curve to the left whose central angle is 38° 18' 50", with a radius of 392.18 feet and whose chord bears S 46° 29' 11" E, a distance of 257.39 feet,
2. S 46° 10' 40" W, a distance of 115.16 feet,
3. S 60° 10' 07" W, a distance of 802.33 feet,
4. S 41° 03' 00" W, a distance of 184.24 feet,
5. S 55° 30' 15" W, a distance of 314.30 feet,
6. a distance of 736.50 feet with an arc of a curve to the left whose central angle is 82° 38' 51", with a radius of 510.58 feet and whose chord bears S 64° 21' 45" W, a distance of 674.29 feet,
7. a distance of 409.67 feet with an arc of a curve to the left whose central angle is 47° 05' 31", with a radius of 498.44 feet and whose chord bears N 69° 14' 50" W, a distance of 398.24 feet,
8. S 82° 20' 07" W, a distance of 178.36 feet, and

9. a distance of 488.06 feet with an arc of a curve to the left whose central angle is $56^{\circ} 24' 14''$, with a radius of 495.78 feet and whose chord bears $S 53^{\circ} 57' 16'' W$, a distance of 468.59 feet to the west line of said 133.007 acre tract, being the east line of Lot 11, Block G of River Ridge, a subdivision as recorded in Book 63, Page 18 of the Plat Records of Travis County, Texas

THENCE, with the west line of said 133.007 acre tract, being the east line of said River Ridge subdivision, the following fourteen (14) courses:

1. $N 68^{\circ} 37' 17'' W$, a distance of 119.30 feet,
2. $N 40^{\circ} 10' 09'' W$, a distance of 111.74 feet,
3. $N 38^{\circ} 22' 05'' W$, a distance of 52.65 feet,
4. $N 38^{\circ} 30' 36'' W$, a distance of 188.34 feet,
5. $N 39^{\circ} 44' 10'' W$, a distance of 198.57 feet,
6. $N 13^{\circ} 26' 42'' W$, a distance of 135.53 feet,
7. $N 15^{\circ} 37' 30'' W$, a distance of 64.33 feet,
8. $N 16^{\circ} 12' 54'' W$, a distance of 85.67 feet,
9. $N 16^{\circ} 34' 31'' W$, a distance of 108.02 feet,
10. $N 13^{\circ} 24' 08'' W$, a distance of 83.14 feet,
11. $N 24^{\circ} 28' 15'' E$, a distance of 35.79 feet,
12. $N 38^{\circ} 34' 38'' E$, a distance of 44.15 feet,
13. $N 20^{\circ} 41' 47'' E$, a distance of 237.08 feet, and
14. $N 82^{\circ} 46' 00'' W$, a distance of 262.58 feet to the east corner of Lot 1 of Rio Vista Phase-1 Section-1, a subdivision as recorded in Book 83, Pages 72C-72D of the Plat Records of Travis County, Texas;

THENCE, continuing with the west line of said 133.007 acre tract, being the east line of said Lot 1, the following two (2) courses:

1. $N 30^{\circ} 15' 30'' W$, a distance of 239.95 feet, and
2. $N 40^{\circ} 13' 23'' W$, a distance of 319.30 feet to the west corner of the said 133.007 acre tract, being the north corner of said Lot 1, and being in the east line of Quinlan Park Road, a variable width county right-of-way, for the west corner of the herein described 156.76 acre tract;

THENCE, with the east line of said Quinlan Park Road, being the west line of the said 133.007 acre tract,

the following seven (7) courses:

- 1 a distance of 147.63 feet with an arc of a curve to the right whose central angle is $04^{\circ} 49' 42''$, with a radius of 1751.90 feet and whose chord bears $N 44^{\circ} 27' 04'' E$, a distance of 147.59 feet,
2. $N 46^{\circ} 51' 55'' E$, a distance of 590.65 feet,
- 3 a distance of 444.55 feet with an arc of a curve to the left whose central angle is $20^{\circ} 31' 30''$, with a radius of 1240.97 feet and whose chord bears $N 36^{\circ} 36' 10'' E$, a distance of 442.18 feet,
4. $N 26^{\circ} 20' 27'' E$, a distance of 20.00 feet,
5. a distance of 356.07 feet with an arc of a curve to the left whose central angle is $39^{\circ} 01' 57''$, with a radius of 522.68 feet and whose chord bears $N 06^{\circ} 49' 28'' E$, a distance of 349.23 feet,
6. $N 12^{\circ} 41' 28'' W$, a distance of 13.72 feet, and
- 7 a distance of 62.62 feet with an arc of a curve to the right whose central angle is $119^{\circ} 36' 08''$, with a radius of 30.00 feet and whose chord bears $N 47^{\circ} 06' 35'' E$, a distance of 51.86 feet to the south line of said Selma Hughes Park Road, for the north line of said 133.007 acre tract;

THENCE, with the north line of said 133.007 acre and 75.044 acre tracts, being the south line of said Selma Hughes Park Road, the following nine (9) courses.

1. a distance of 119.85 feet with an arc of a curve to the left whose central angle is $11^{\circ} 38' 20''$, with a radius of 590.00 feet and whose chord bears $S 78^{\circ} 54' 31'' E$, a distance of 119.65 feet,
2. $S 84^{\circ} 43' 41'' E$, a distance of 10.00 feet,
- 3 a distance of 207.55 feet with an arc of a curve to the left whose central angle is $05^{\circ} 19' 27''$, with a radius of 2233.52 feet and whose chord bears $S 87^{\circ} 23' 25'' E$, a distance of 207.48 feet,
4. $N 89^{\circ} 56' 53'' E$, a distance of 405.99 feet,
- 5 a distance of 116.81 feet with an arc of a curve to the right whose central angle is $04^{\circ} 08' 23''$, with a radius of 1616.64 feet and whose chord bears $S 87^{\circ} 58' 56'' E$, a distance of 116.78 feet,
6. $S 85^{\circ} 54' 42'' E$, a distance of 266.76 feet,
7. a distance of 348.06 feet with an arc of a curve to the right whose central angle is $33^{\circ} 40' 19''$, with a radius of 592.26 feet and whose chord bears $S 69^{\circ} 04' 32'' E$, a distance of 343.07 feet,
- 8 $S 52^{\circ} 14' 21'' E$, a distance of 419.24 feet, and

156.76 Acres
TR Vista Preserve, LLC
Rio Vista Zoning

PD07-213(RLM)
October 17, 2007
CFE Job No. 2173.001 02

- 9 a distance of 381.84 feet with an arc of a curve to the left whose central angle is $64^{\circ} 21' 32''$, with a radius of 339.93 feet and whose chord bears $S 84^{\circ} 25' 06'' E$, a distance of 362.08 feet to the **POINT OF BEGINNING**, and containing 156.76 acres of land

BEARING BASIS. BEING GRID BEARINGS OF THE TEXAS COORDINATE SYSTEM OF 1983, CENTRAL ZONE, U.S. SURVEY FEET. DISTANCES SHOWN HEREON ARE SURFACE.

THE STATE OF TEXAS

KNOW ALL MEN BY THESE PRESENTS:

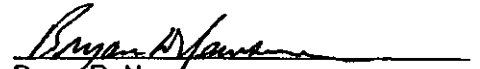
COUNTY OF TRAVIS

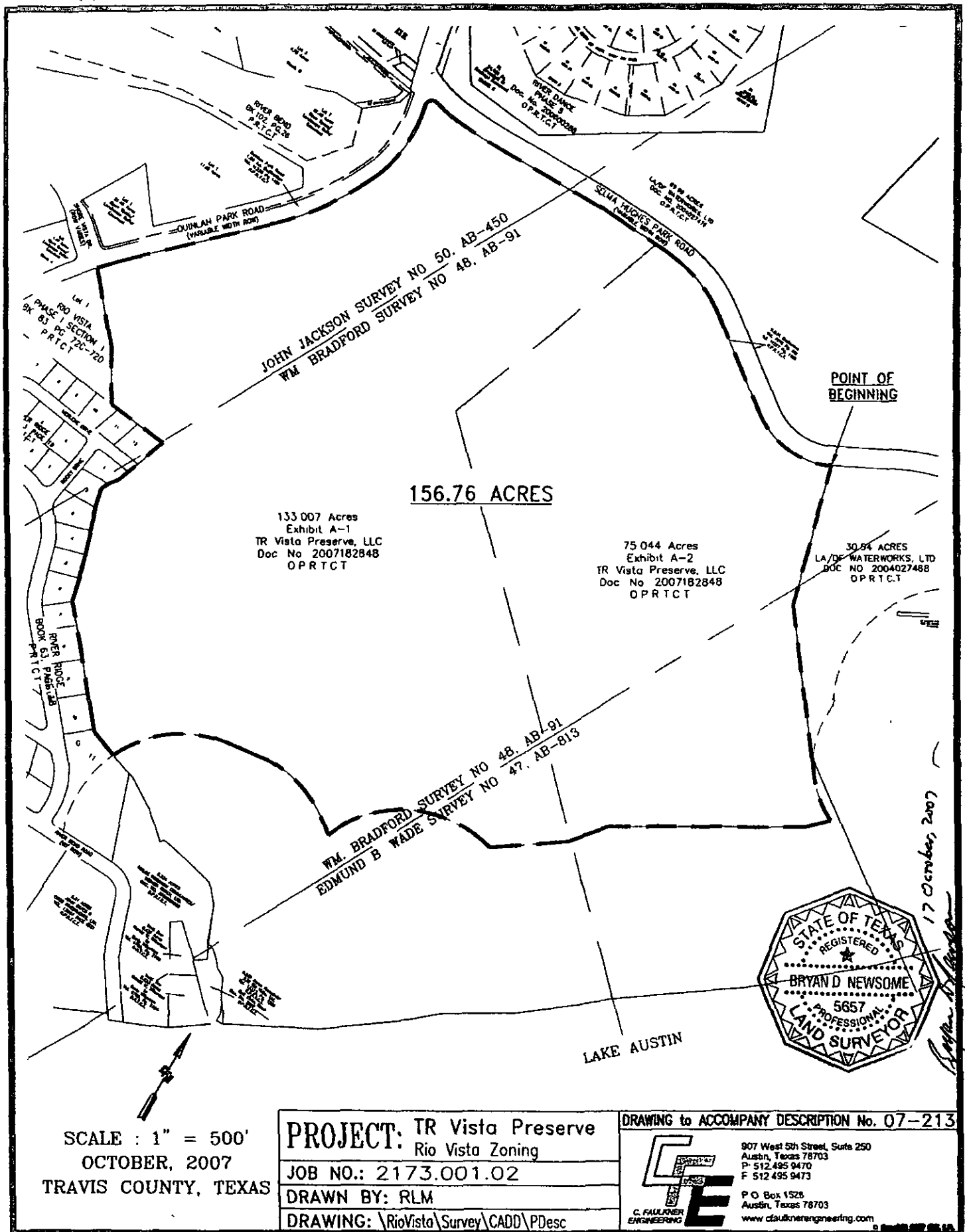
That I, Bryan D. Newsome, a Registered Professional Land Surveyor, do hereby declare that the above description is true and correct to the best of my knowledge and belief.

WITNESS MY HAND AND SEAL at Austin, Travis County, Texas, this the 17th day of October, 2007 A.D.

CFE, L.P.
907 West 5th St., Suite 250
Austin, Texas 78746




Bryan D. Newsome
Registered Professional Land Surveyor
No. 5657 - State of Texas



Recorders Memorandum-At the time of recordation this instrument was found to be inadequate for the best reproduction, because of illegibility, carbon or photocopy, discolored paper, etc. All blockouts, additions and changes were present at the time the instrument was filed and recorded.

FILED AND RECORDED

OFFICIAL PUBLIC RECORDS

Dana DeBeauvoir

2008 Jan 22 01:01 PM 2008009695

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DANA DEBEAUVOIR COUNTY CLERK

TRAVIS COUNTY TEXAS