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RESTRICT 2008039766

18 PGS

Zoning Case No. C14-06-0215A
Zoning Case No. C14-06-0215C
Zoning Case No. C14-06-0215D

RESTRICTIVE COVENANT

OWNER RKS Texas Investments, L.P., a Texas limited partnership

ADDRESS 601 Sonterra Boulevard, San Antonio, Texas 78258

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 Being 60.62 acres of land, more or less, comprised of an 8 365 acre tract, a 31.293 acre tract, and a 20 962 acre tract, all of the tracts of land being out of the Santiago del Valle Grant, in the City of Austin, Travis County, and being more particularly described by metes and bounds in Exhibits "A", "B", and "C" attached and 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 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 specified in that certain Traffic Impact Analysis (the "TIA") prepared by Robert J Halls and Associates, dated April 27, 2007, or as amended and approved by the Director of the Watershed Protection and Development Review Department, or its successor department, of the City of Austin. 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 November 29, 2007. The TIA shall be kept on file at the Watershed Protection and Development Review Department, or its successor department, of 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.

1-31-08
113-116

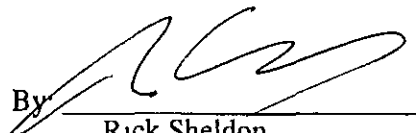
3. If any part of this agreement or covenant is declared invalid, by judgment or court order, the same shall in no way affect any of the other provisions of this agreement, and such remaining portion of this agreement shall remain in full effect
4. If at any time the City of Austin fails to enforce this 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

EXECUTED this the 30th day of January, 2008.

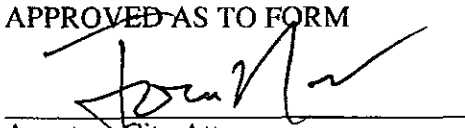
OWNER:

**RKS Texas Investments, L.P.,
a Texas limited partnership**

By **RKS Texas GP, LLC,**
a Texas limited liability company,
its General Partner

By 
Rick Sheldon,
President

APPROVED AS TO FORM


Assistant City Attorney
City of Austin

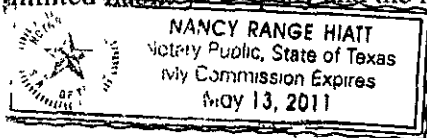
THE STATE OF TEXAS

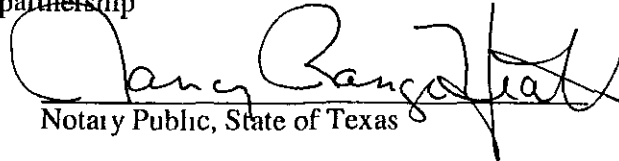
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COUNTY OF Bexar

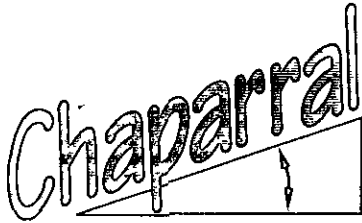
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This instrument was acknowledged before me on this the 30th day of January, 2008, by Rick Sheldon, Preside not RKS Texas GP, LLC, a Texas limited liability company, General Partner, of RKS Texas Investments, L.P., a Texas limited partnership, on behalf of the ~~limited liability company and the limited partnership~~




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, Paralegal



**Professional Land Surveying, Inc.
Surveying and Mapping**

Office 512-443-1724
Fax 512-441-6987

2807 Manchaca Road
Building One
Austin, Texas 78704

**31.293 ACRES
FC PROPERTIES ONE, LTD.**

A DESCRIPTION OF 31.293 ACRES IN THE SANTIAGO DEL VALLE GRANT, TRAVIS COUNTY, TEXAS, BEING A PORTION OF A 177,846 ACRE TRACT DESCRIBED AS TRACT VII IN A SPECIAL WARRANTY DEED TO FC PROPERTIES ONE, LTD., EXECUTED MARCH 20, 1998, AND RECORDED MARCH 25, 1998 IN VOLUME 13147, PAGE 1506 OF THE REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS, SAID 31.293 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS

BEGINNING at a TxDot monument found in the north right-of-way line of William Cannon Drive (right-of-way width varies) and the west right-of-way line of McKinney Falls Parkway (right-of-way width varies), being in the south line of the 177,846 acre tract and also being the northeast corner of a 0.182 acre tract described in Volume 13313, Page 1231 of the Real Property Records of Travis County, Texas,

THENCE with the north right-of-way line of William Cannon Drive and the north line of said 0.182 acre tract, over and across the 177,846 acre tract, the following two (2) courses

- 1 North 62°29'54" West, a distance of 401.33 feet to a TxDot monument found for a point of curvature,
- 2 Along a curve to the left having a radius of 1520.54 feet, a delta angle of 13°37'33", an arc length of 361.61 feet and chord which bears North 69°18'21" West, a distance of 360.76 feet to a 1/2" rebar found for the northwest corner of the 0.182 acre tract and also being in the east right-of-way line of Springfield Drive (right-of-way width varies), further described as a 0.3212 acre tract in Volume 13130, Page 358 of the Real Property Records of Travis County, Texas,

THENCE with the east and north right-of-way line of said Springfield Drive, the east and north line of said 0.3212 acre tract and continuing over and across the 177,846 acre tract, the following five (5) courses

- 1 Along a curve to the right having a radius of 20.00 feet, a delta angle of 26°24'30", an arc length of 9.22 feet and chord which bears North 00°22'17" West, a distance of 9.14 feet to a 1/2" rebar with cap set,
- 2 North 12°40'45" East, a distance of 81.62 feet to a 1/2" rebar with cap set for a point of curvature,

- 3 Along a curve to the right having a radius of 465 00 feet, a delta angle of $09^{\circ}04'19''$, an arc length of 73 63 feet and chord which bears North $17^{\circ}18'36''$ East, a distance of 73 55 feet to a 1/2" rebar found,
- 4 North $21^{\circ}50'48''$ East, a distance of 38 88 feet to a 1/2" rebar with cap set for the northeast termination of the east right-of-way line of Springfield Drive,
- 5 North $68^{\circ}01'49''$ West, with the north right-of-way line of Springfield Drive, a distance of 35 00 feet to a 1/2" rebar with cap set,

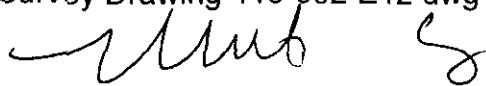
THENCE departing the right-of-way line of Springfield Drive and continuing over and across the 177 846 acre tract, the following seven (7) courses

- 1 North $21^{\circ}50'36''$ East, a distance of 741 90 feet to a 1/2" rebar with cap set for a point of curvature,
- 2 Along a curve to the left having a radius of 470 00 feet, a delta angle of $32^{\circ}06'02''$, an arc length of 263 32 feet and chord which bears North $05^{\circ}47'35''$ East, a distance of 259 89 feet to a 1/2" rebar with cap set,
- 3 North $10^{\circ}15'26''$ West, a distance of 91 26 feet to a 1/2" rebar with cap set for a point of curvature,
- 4 Along a curve to the right having a radius of 300 00 feet, a delta angle of $16^{\circ}16'07''$, an arc length of 85 18 feet and chord which bears North $02^{\circ}07'23''$ West, a distance of 84 90 feet to a 1/2" rebar with cap set,
- 5 South $76^{\circ}46'30''$ East, a distance of 372 63 feet to a 1/2" rebar with cap set,
- 6 South $79^{\circ}37'48''$ East, a distance of 342 77 feet to a 1/2" rebar with cap set,
- 7 South $79^{\circ}37'48''$ East, a distance of 444 48 feet to a 1/2" rebar with cap set in the west right-of-way line of said McKinney Falls Parkway and the east line of the 177 846 acre tract, from which a 1/2" rebar found for angle point bears along a curve to the left having a radius of 2814 81 feet, a delta angle of $03^{\circ}51'05''$, an arc length of 189 20 feet and chord which bears North $19^{\circ}14'13''$ East, a distance of 189 17 feet,

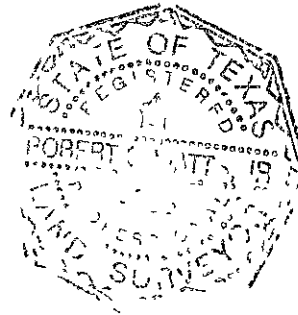
THENCE with the west right-of-way line of McKinney Falls Parkway and the east line of the 177 846 acre tract, the following three (3) courses

- 1 Along a curve to the right having a radius of 2814.81 feet, a delta angle of $06^{\circ}21'20''$, an arc length of 312.23 feet and chord which bears South $24^{\circ}20'26''$ West, a distance of 312.07 feet to a 1/2" rebar found,
- 2 South $27^{\circ}32'04''$ West, a distance of 1263.37 feet to a 1/2" rebar found,
- 3 South $72^{\circ}28'00''$ West, a distance of 37.38 feet to the **POINT OF BEGINNING**, containing 31.293 acres of land, more or less

Based upon a survey made on the ground, April, 2004 Bearing Basis Grid azimuth for Texas Central Zone, 1983/93 HARN Values from LCRA control network Attachments
Survey Drawing 416-002-Z12.dwg

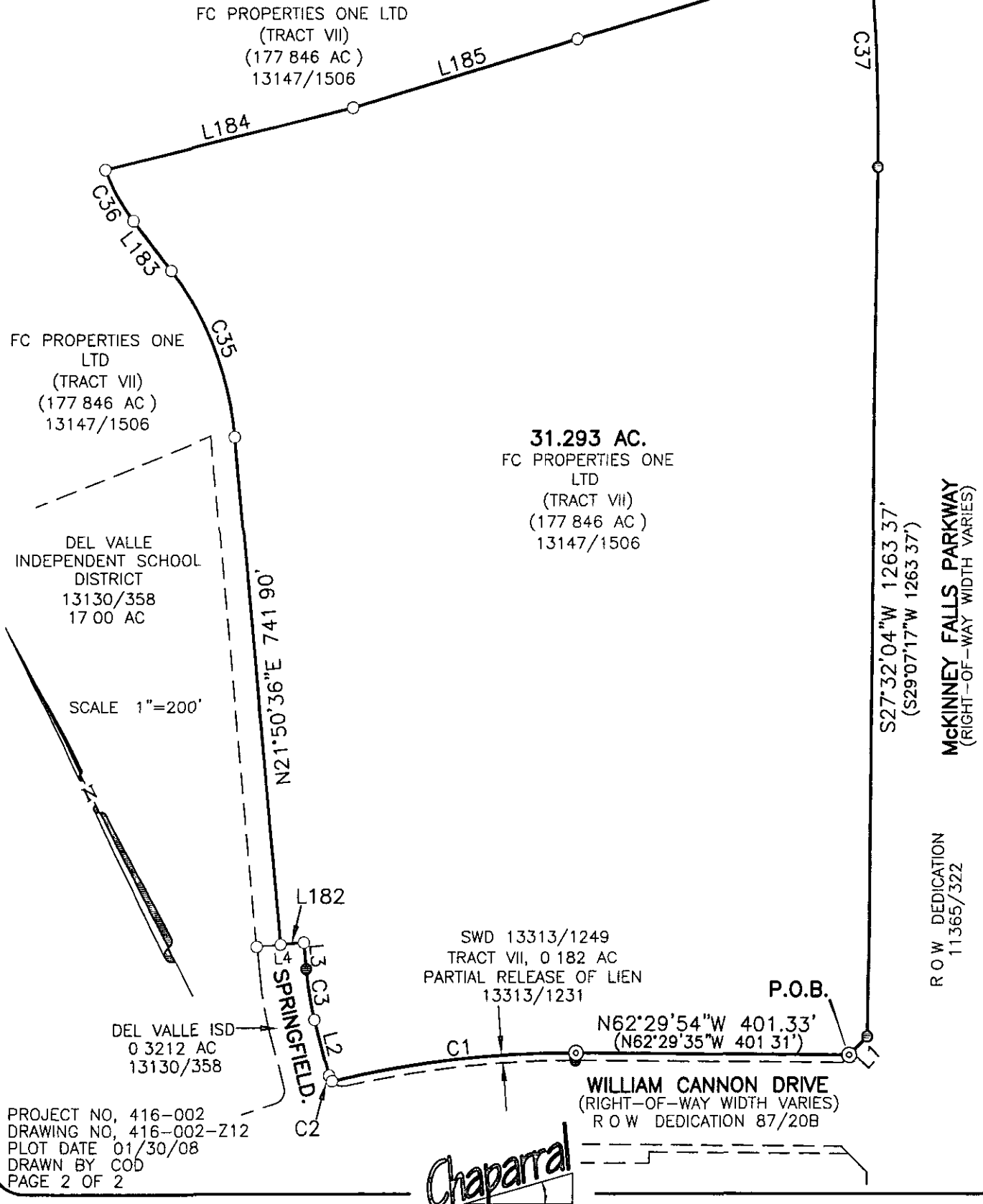


Robert C. Watts, Jr.
Registered Professional Land Surveyor
State of Texas No. 4995

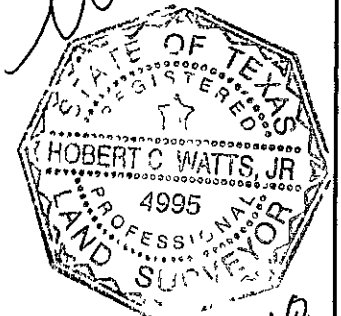


1-30-08

SKETCH TO ACCOMPANY A DESCRIPTION OF 31.293 ACRES IN THE SANTIAGO DEL VALLE GRANT, TRAVIS COUNTY, TEXAS, BEING A PORTION OF A 177.846 ACRE TRACT DESCRIBED AS TRACT VII IN A SPECIAL WARRANTY DEED TO FC PROPERTIES ONE, LTD., EXECUTED MARCH 20, 1998, AND RECORDED MARCH 25, 1998 IN VOLUME 13147, PAGE 1506 OF THE REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS.



LINE TABLE			
No	BEARING	LENGTH	(RECORD BEARING)
L1	S72°28'00"W	37 38'	(S73°00'38"W 37 84')
L2	N12°40'45"E	81 62'	(N12°40'44"E 81 62')
L3	N21°50'48"E	38 88'	(N21°50'47"E 38 88')
L4	N68°01'49"W	70 12'	(N68°09'13"W 70 00')
L182	N68°01'49"W	35 00'	-
L183	N10°15'26"W	91 26'	-
L184	S76°46'30"E	372 63'	-
L185	S79°37'48"E	342 77'	-
L186	S79°37'48"E	444 48'	-



CURVE TABLE							
NO	DELTA	RADIUS	TAN	ARC	CHORD	BEARING	(RECORD CHORD)
C1	13°37'33"	1520 54'	181 66'	361 61'	360 76'	N69°18'21"W	(N69°18'21"W 360 76')
C2	26°24'30"	20 00'	4 69'	9 22'	9 14'	N00°22'17"W	-
C3	9°04'19"	465 00'	36 89'	73 63'	73 55'	N17°18'38"E	(N17°18'37"E 73 55')
C7	10°12'25"	2814 81'	251 38'	501 44'	500 77'	S22°24'53"W	(S24°00'43"W 500 71')
C35	32°06'02"	470 00'	135 22'	263 32'	259 89'	N05°47'35"E	-
C36	16°16'07"	300 00'	42 88'	85 18'	84 90'	N02°07'23"W	-
C37	6°21'20"	2814 81'	156 28'	312 23'	312 07'	S24°20'26"W	-
C38	3°51'05"	2814 81'	94 64'	189 20'	189 17'	N19°14'13"E	-

LEGEND

- 1/2" REBAR FOUND
- 1/2" REBAR WITH CAP SET
- ⊙ TxDOT MONUMENT FOUND

PROJECT NO, 416-002
DRAWING NO, 416-002-Z12
PLOT DATE 01/30/08
DRAWN BY COD
PAGE 2 OF 2

Chaparral

BEARING BASIS GRID AZIMUTH FOR TEXAS
CENTRAL ZONE, 1983/93 HARN VALUES FROM
LCRA CONTROL NETWORK

ATTACHMENTS METES AND BOUNDS
DESCRIPTION 416-002-Z12