



**FIRST AMENDED RESTRICTIVE COVENANT
FOR ZONING CASE NO. C14-2009-0151(RCA)**

Owner: Shoal Creek Walk, Ltd., a Texas limited partnership

Address: 601 North Lamar Blvd., Suite 4094, Austin, Texas 78703

City: The City of Austin, a home-rule city, municipal corporation and political subdivision of the State of Texas, in Travis County, Texas.

City Council: The City Council of the City of Austin

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

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AUSTIN CITY CLERK
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WHEREAS, Shoal Creek Walk, Ltd., a Texas limited partnership, as owner of all that certain property described in Zoning File No. C14-2009-0151(RCA), consisting of approximately 2.6 acres of land (the "Original Property"), as more particularly described in the restrictive covenant recorded in the Real Property Records of Travis County, Texas, in Document no. 2010083202 (the "Restrictive Covenant") imposed certain restrictions and covenants on the Property by the Restrictive Covenant of record.

WHEREAS, the Restrictive Covenant provided that the covenant could be modified, amended, or terminated by joint action of both (a) a majority of the members of the City Council, and (b) the Owner of the Property at the time of such modification, amendment or termination.

WHEREAS, Shoal Creek Walk, Ltd., a Texas limited partnership is the current owner (the "Owner") of the Original Property on the date of this First Amended Restrictive Covenant ("Amendment") and desires to amend the Restrictive Covenant as to the Property.

WHEREAS, the City Council and the Owner agree the Restrictive Covenant should be amended.

NOW, THEREFORE, for and in consideration of the premises and mutual promises, covenants, and agreement hereinafter set forth, the City of Austin and the Owner agree as follows:

I. Paragraph No. 4 is amended as follows:

Open Space. If building development on the Property exceeds 482,687 square feet of gross leasable area, the Owner/Developer shall provide the following:

At least twenty thousand (20,000) square feet of the total development on the Property shall be provided as green and/or open space (hardscape

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and/or landscape) accessible for public use. At least 5,000 square feet of green/open space shall be along Shoal Creek.

2. Paragraph no. 6 is deleted and replaced with the following:

Shoal Creek Improvements. Development under the current site plan number SP-2012-0036 or any successor site plan approved and released for development of the Property shall include a connection to the Shoal Creek Hike & Bike Trail. During maintenance and construction of the trail between West 5th and West 6th Streets, signs shall be provided to direct pedestrian and bike traffic to alternate routes.

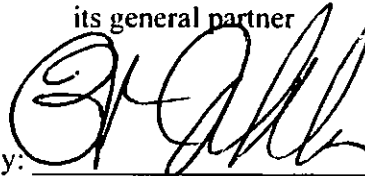
3. The property owner shall maintain and clean on a weekly basis the surface of the walkway and the portion of the western bank of Shoal Creek that abuts the Property between the bridges at Fifth Street and Sixth Street.
4. Except as expressly provided for in this Amendment, each and every one of the terms, conditions, and provisions of the Restrictive Covenant, as set forth in the Restrictive Covenant, shall continue in full force and effect on and after the effective date of this Amendment.
5. The City Manager, or his designee, shall execute on behalf of the City, this Amendment as authorized by the City Council of the City of Austin. The Amendment shall be filed in the Official Public Records of Travis County, Texas.

EXECUTED to be effective the 1st day of May, 2013.

OWNER:

SHOAL CREEK WALK, LTD.,
a Texas limited partnership

By: SHOAL CREEK WALK GP, L.L.C.,
a Texas limited liability company,
its general partner

By: 

BRADLEY SCHLOSSER
Manager

CITY OF AUSTIN:

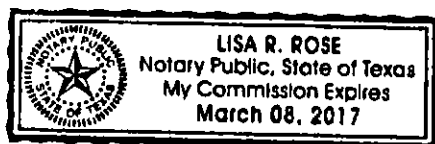
By: *Sue Edwards*
SUE EDWARDS,
Assistant City Manager,
City of Austin

APPROVED AS TO FORM:

Maria Sanchez
Assistant City Attorney
City of Austin

THE STATE OF TEXAS §
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COUNTY OF TRAVIS §

This instrument was acknowledged before me on this the 1st day of May, 2013, by Bradley Schlosser, Manager, of Shoal Creek Walk GP, L.L.C., a Texas limited liability company, general partner of Shoal Creek Walk, Ltd., a Texas limited partnership, on behalf of the limited partnership.



Lisa R. Rose
Notary Public, State of Texas

THE STATE OF TEXAS

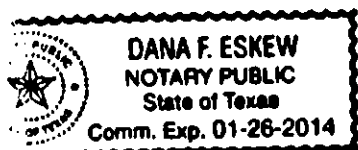
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COUNTY OF TRAVIS

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This instrument was acknowledged before me on this the 7th day of May, 2013, by Sue Edwards, as Assistant City Manager of the City of Austin, a municipal corporation, on behalf of said municipal corporation.



Dana F. Eskew
Notary Public, State of Texas

AFTER RECORDING RETURN TO:

City of Austin Law Department
P.O. Box 1088
Austin, Texas 78767-1088
Attn: Janice Collins, Paralegal

FILED AND RECORDED

OFFICIAL PUBLIC RECORDS

Dana DeBeauvoir

May 10, 2013 03:11 PM

2013085495

SCOTTR: \$28.00

Dana DeBeauvoir, County Clerk

Travis County TEXAS