



Zoning Case No. C14-03-0152

RESTRICTIVE COVENANT

OWNER: Airport Commercial Center, Ltd., a Texas limited partnership,
f/n/a Austin-Bergstrom Airport Center, Ltd., a Texas limited partnership

ADDRESS: 7200 Mopac, Suite 450, Austin, TX 78731

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 2.90 acre tract of land and a 2.35 acre tract of land, more or less, out of the Santiago Del Valle Grant in Travis County, the tracts of land being more particularly described by metes and bounds in Exhibits "A" and "B", respectively, incorporated into this covenant. 9

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, generates traffic that exceeds the total traffic generation for the Property as specified in that certain Traffic Impact Analysis ("TIA") prepared by John Hickman and Associates, dated December 2001, or as amended and approved by the Director of the Watershed Protection and Development Review Department. 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 October 25, 2002. The TIA shall be kept on file at the Watershed Protection and Development Review Department
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.

1-15-04

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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 12 day of January, 2003~~4~~

OWNER:

Airport Commercial Center, Ltd.,
a Texas limited partnership,
f/n/a Austin-Bergstrom Airport Center, Ltd.,
a Texas limited partnership

By: AAC Management, L.L.C.,
a Texas limited liability company,
General Partner

By: Gerald Kucera
Gerald Kucera, Manager

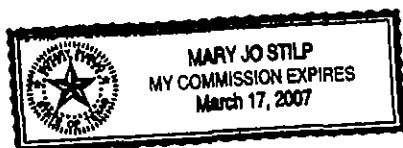
APPROVED AS TO FORM:

Debra Thomas
Assistant City Attorney
City of Austin

THE STATE OF TEXAS §

COUNTY OF TRAVIS §

This instrument was acknowledged before me on this the 13th day of January, 2003~~4~~ by Gerald Kucera, Manager, of AAC Management, L.L.C., a Texas limited liability company, on behalf of the company, and the company acknowledged this instrument as General Partner on behalf of Airport Commercial Center, Ltd. a Texas limited partnership, f/n/a Austin-Bergstrom Airport Center, Ltd., a Texas limited partnership.



Mary Jo Stilp
Notary Public, State of Texas

EXHIBIT A
PROPERTY DESCRIPTION

A DESCRIPTION OF A 2.90 ACRE TRACT OF LAND OUT OF THE SANTIAGO DEL VALLE GRANT IN TRAVIS COUNTY, TEXAS. SAID 2.90 ACRE TRACT OF LAND BEING A PORTION OF THAT CALLED 110.81 ACRE TRACT OF LAND, AS CONVEYED TO AUSTIN-BERGSTROM AIRPORT CENTRE, LTD., AND RECORDED IN DOCUMENT NO. 2000074675 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS. SAID 2.90 ACRE TRACT, AS SHOWN ON THE ACCOMPANYING SKETCH, BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING at the apparent southeast corner of Spirit Of Texas Drive, as dedicated and recorded in Doc. No. 200000352 of the Official Public Records Of Travis County, Texas, same point being in the southwest boundary line of the said 110.81 acre tract and in the apparent northeastern right of way of State Highway No. 71;

THENCE, leaving the apparent northeastern right of way of State Highway No. 71, crossing the said 110.81 acre tract, with the apparent southeast right of way of Spirit Of Texas Drive, the following three (3) courses:

1. a distance of 39.45 feet with an arc of a curve to the right whose central angle is $90^{\circ} 24' 17''$, with a radius of 25.00 feet and whose chord bears $N 15^{\circ} 45' 49'' W$, a distance of 35.48 feet to a point,
2. $N 29^{\circ} 26' 20'' E$, a distance of 394.37 feet to a point, and
3. a distance of 105.11 feet with an arc of a curve to the right whose central angle is $13^{\circ} 26' 33''$, with a radius of 448.00 feet and whose chord bears $N 36^{\circ} 09' 32'' E$, a distance of 104.87 feet to the **POINT OF BEGINNING** of the herein described 2.90 acre tract;

THENCE, continuing across the said 110.81 acre tract, with the apparent southeast right of way of Spirit Of Texas Drive, the following three (3) courses:

1. a distance of 135.92 feet with an arc of a curve to the right whose central angle is $17^{\circ} 22' 58''$, with a radius of 448.00 feet and whose chord bears $N 51^{\circ} 34' 22'' E$, a distance of 135.40 feet to a 1/2 inch iron rod found,
2. a distance of 15.61 feet with an arc of a curve to the right whose central angle is $44^{\circ} 42' 40''$, with a radius of 20.00 feet and whose chord bears $N 82^{\circ} 37' 11'' E$, a distance of 15.21 feet to a 1/2 inch iron rod found,
3. a distance of 217.03 feet with an arc of a curve to the left whose central angle is $165^{\circ} 47' 42''$, with a radius of 75.00 feet and whose chord bears $N 22^{\circ} 04' 49'' E$, a distance of 148.85 feet to a point;

THENCE, leaving the said line, continuing across the said 110.81 acre tract, the following five (5) courses:

1. $N 73^{\circ} 07' 27'' E$, a distance of 222.20 feet to a point,
2. $S 20^{\circ} 50' 43'' E$, a distance of 122.27 feet to a point,
3. $S 47^{\circ} 35' 39'' E$, a distance of 277.79 feet to a point,

4. S 44° 06' 56" W, a distance of 268.40 feet to a point,
5. N 60° 33' 23" W, a distance of 418.57 feet to the **POINT OF BEGINNING** and containing 2.90 acres of land.

THE STATE OF TEXAS


KNOW ALL MEN BY THESE PRESENTS:

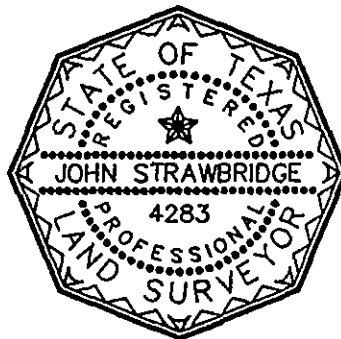
COUNTY OF TRAVIS

That I, John Strawbridge, a Registered Professional Land Surveyor, do hereby certify 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 10th day of May 2001 A.D.

Carter & Burgess, Inc.
901 South Mopac Blvd., Suite 200
Austin, Texas 78746


John Strawbridge
Registered Professional Land Surveyor
No. 4283 - State of Texas



SCALE : 1" = 200'
MAY, 2001
TRAVIS COUNTY, TEXAS

AIRPORT FAST PARK SUBDIVISION
32.79 ACRES
DOC. No. 200000351

LEGEND

- △ CALCULATED POINT
- 1/2" IRON ROD FOUND



D=165°47'42"
R=75.00'
L=217.03'
CB=N22°04'49"E
C=148.85'

D=44°41'54"
R=20.00'
L=15.60'
CB=S82°37'11"W
C=15.21'

D=17°22'58"
R=448.00'
L=135.92'
CB=N51°34'22"E
C=135.40'

REMAINDER OF
110.81 ACRES
AUSTIN-BERGSTROM
AIRPORT CENTRE, LTD.
DOC. NO. 2000074675

SPIRIT OF TEXAS DRIVE SUBDIVISION
DOC. NO. 200000352

D=90°24'17"
R=25.00'
L=39.45'
CB=S15°45'49"E
C=35.48'

POINT OF
COMMENCING

POINT OF
BEGINNING

D=13°26'33"
R=448.00'
L=105.11'
CB=N36°09'32"E
C=104.87'

2.90 ACRES

REMAINDER OF
110.81 ACRES
AUSTIN-BERGSTROM
AIRPORT CENTRE, LTD.
DOC. NO. 2000074675

SANTIAGO DEL VALLE GRANT
(STATE HIGHWAY 71
VARIABLE WIDTH R.O.W.)

NATIONAL MOBILE PARKS
SUBDIVISION SEC. 1
VOL. 64 PG. 10
LOT 1
LOT 2

JIM DOBSON ADDITION
VOL. 65 PG. 30
LOT A

RANSLEY-REED ADDITION
VOL. 65 PG. 69
LOT 1

DRAWING to ACCOMPANY FIELDNOTE No. 01-032R

Carter-Burgess

Surveying
Carter and Burgess, Inc.

901 South MoPac Expressway Bldg. V Suite 200
Austin, Texas 78746
(512)314-3100 Fax (512)314-3135

EXHIBIT B
PROPERTY DESCRIPTION

A DESCRIPTION OF A 2.35 ACRE TRACT OF LAND OUT OF THE SANTIAGO DEL VALLE GRANT IN TRAVIS COUNTY, TEXAS. SAID 2.35 ACRE TRACT OF LAND BEING A PORTION OF THAT CALLED 110.81 ACRE TRACT OF LAND, AS CONVEYED TO AUSTIN-BERGSTROM AIRPORT CENTRE, LTD., AND RECORDED IN DOCUMENT NUMBER 2000074675 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS. SAID 2.35 ACRE TRACT, AS SHOWN ON THE ACCOMPANYING SKETCH, BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at the apparent southeast corner of Spirit Of Texas Drive, as dedicated by and recorded in Doc. No. 200000352 of the Official Public Records Of Travis County, Texas, being in the southwestern boundary line of the said 110.81 acre tract, and being in the apparent northeastern right of way of State Highway No. 71;

THENCE, leaving the apparent northeastern right of way of State Highway No. 71, crossing the said 110.81 acre tract, with the apparent southeast right of way of Spirit Of Texas Drive, the following two (2) courses:

1. a distance of 39.45 feet with an arc of a curve to the right whose central angle is $90^{\circ} 24' 17''$, with a radius of 25.00 feet and whose chord bears $N 15^{\circ} 45' 49'' W$, a distance of 35.48 feet to a point, and
2. $N 29^{\circ} 26' 20'' E$, a distance of 298.52 feet to a point,

THENCE, leaving the said right of way, continuing over and across the said 110.83 acre tract, the following two (2) courses:

1. $S 60^{\circ} 33' 24'' E$, a distance of 358.20 feet to a point,
2. $S 43^{\circ} 51' 52'' W$, a distance of 340.47 feet to a point in the apparent northeastern right of way of State Highway No. 71,

THENCE, with the southwestern boundary line of the said 110.81 acre tract and the apparent northeastern right of way of State Highway No. 71, the following two (2) courses:

1. $N 53^{\circ} 04' 48'' W$, a distance of 58.33 feet to a 1/2 inch iron rod found,
2. $N 60^{\circ} 57' 57'' W$, a distance of 190.38 feet to the **POINT OF BEGINNING** and containing 2.35 acres of land.

2.35 Acres
Airport Centre
GR Zoning

FN01-031R (SLK)
May 10, 2001
C-B Project No. 050249.001.1.4047

THE STATE OF TEXAS

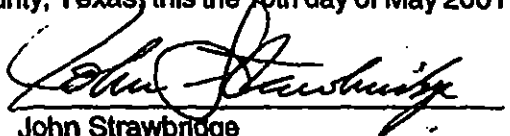
KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF TRAVIS

That I, John Strawbridge, a Registered Professional Land Surveyor, do hereby certify 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 10th day of May 2001
A.D..

Carter & Burgess, Inc.
901 South Mopac Blvd., Suite 200
Austin, Texas 78746


John Strawbridge
Registered Professional Land Surveyor
No. 4283 - State of Texas



SCALE : 1" = 200'
MAY, 2001
TRAVIS COUNTY, TEXAS

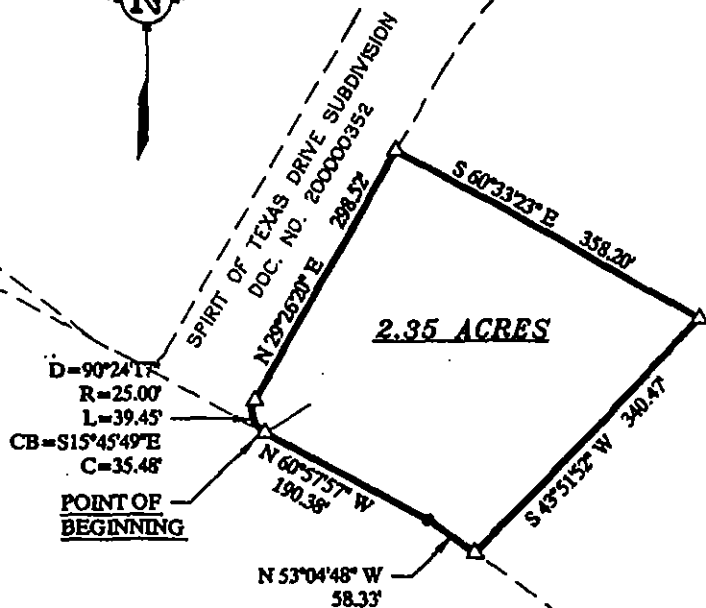
LEGEND

- △ CALCULATED POINT
● 1/2" IRON ROD FOUND



SANTIAGO DEL VALLE GRANT

REMAINDER OF
110.81 ACRES
AUSTIN-BERGSTROM
AIRPORT CENTRE, LTD.
DOC. NO. 2000074675



STATE HIGHWAY 71
(VARIABLE WIDTH R.O.W.)

NATIONAL MOBILE PARKS
SUBDIVISION SEC. 1
VOL. 84 PG. 10
LOT 1
LOT 2

JIM COBURN ADDITION
VOL. 88 PG. 30
LOT A

RANSLEY-BEED ADDITION
VOL. 88 PG. 89
LOT 1

DRAWING to ACCOMPANY FIELDNOTE No. 01-031R

Carter & Burgess
Surveying

Carter and Burgess, Inc.

901 South McPhee Expressway Bldg. V Suite 200
Austin, Texas 78748
(512)314-3100 Fax (512)314-3135

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

FILED AND RECORDED

OFFICIAL PUBLIC RECORDS



2004 Apr 09 10:02 AM 2004066251

MEDINAM \$30.00

DANA DEBEAUVOIR COUNTY CLERK
TRAVIS COUNTY TEXAS