

ORDINANCE NO. 040617-37

AN ORDINANCE ADOPTING A REGULATORY PLAN FOR AN AREA ANNEXED FOR LIMITED PURPOSES, REFERRED TO AS THE RIBELIN RANCH AREA.

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF AUSTIN:

PART 1. The Council finds that:

- (A) The area referred to as the Ribelin Ranch Area is being annexed by Ordinance No. 040617-36, for the limited purposes of planning and zoning, and a Planning Study and Regulatory Plan for the area were prepared as required by state law.
- (B) The Regulatory Plan included in Exhibit A attached to this ordinance serves the public health, safety and welfare, and the interests of the current and future residents of the City of Austin.
- (C) The Regulatory Plan included in Exhibit A attached to this ordinance has been revised to clarify provisions relating to the timing of annexation for full purposes, and these revisions serve the public health, safety and welfare, and the interests of the current and future residents of the City of Austin.

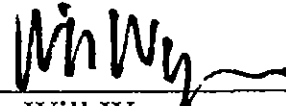
PART 2. The Regulatory Plan included in Exhibit A attached to this ordinance is approved as the Regulatory Plan for the Ribelin Ranch Area limited purpose annexation area.

PART 3. This ordinance takes effect on June 28, 2004.

PASSED AND APPROVED

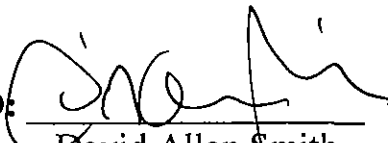
_____, June 17_____, 2004

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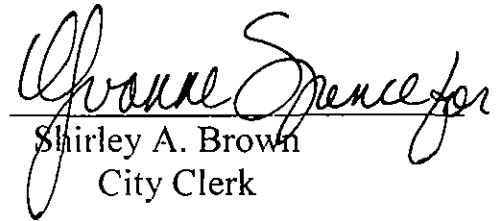
Will Wynn
Mayor

APPROVED:



David Allan Smith
City Attorney

ATTEST:



Shirley A. Brown
City Clerk

EXHIBIT A



Ribelin Ranch

Limited Purpose Annexation Planning Study and Regulatory Plan

Planning Study

Background

The owners of the Ribelin Ranch have petitioned the City to annex the property for limited purposes pursuant to Sec. 43.129 of the Texas Local Government Code.

As part of their request for limited purpose annexation, the owners have waived the requirement of Sec. 43.123 (d) (2) of the Texas Local Government Code that the property be annexed for full purposes within three years of the effective date of its limited purpose annexation. A copy of the owners' petition is attached to this Study.

Travis County has completed negotiations to purchase approximately 320 acres of Ribelin Ranch. Travis County has submitted a letter stating that the Commissioners Court has voted that they have no objection to the annexation of the tract they intend to purchase. A copy of that letter is attached to this Study.

Ribelin Ranch is proposed for annexation for the limited purposes of planning and zoning.

Area Description

The proposed annexation area covers approximately 750 acres in western Travis County north of the intersection of McNeil Drive and FM 2222. The area is bounded to south by FM 2222 and by the existing City limits to the east and west.

The proposed annexation area is currently undeveloped.

Projected Ten Year Development With and Without Annexation

Ribelin Ranch is proposed as a mixed-use project with commercial, residential, civic and open space uses. A zoning case requesting Planned Unit Development (PUD) zoning has been submitted for the site and is currently undergoing City review. The Ribelin family are not developers and do not anticipate developing the property themselves. The tract to be purchased by Travis County is not part of the PUD; its use will be limited to open space/endangered species habitat.

If annexed, the property will be developed in accordance with the City's zoning and site development standards and, for the portion to be developed, the PUD regulations as adopted.

Given market forces, it is reasonable to assume that a mixed-use development of approximately same density and intensity of use will be built on the tract irrespective of whether or not it is annexed.

Issues Supporting Annexation

The area must be annexed for limited purposes prior to final approval of the proposed PUD zoning case.

Public Benefit from the Annexation

Limited purpose annexation and zoning will result in higher quality development than would otherwise occur.

The Economic, Environmental and other Impacts of the Proposed Annexation on Residents, Landowners Businesses and in the Proposed Annexation Area

Limited purpose annexation with a phased conversion to full purpose status will be of economic benefit to the owners of the property. Currently, there are no residents or landowners in the proposed annexation area other than members of the Ribelin family. There is no business activity in the proposed annexation area other than ranching activities carried on by the owners.

The proposed annexation and the imposition of City zoning and development standards will benefit residents and property owners in the area surrounding the Ribelin Ranch project by requiring higher quality development than would otherwise occur.

The proposed limited purpose annexation will protect the local environment by ensuring that future development will be in compliance with the City's zoning and City development standards.

Proposed Zoning for the Area

The area will be zoned in accordance with the procedures required by state law and Title 25 of the Code of the City of Austin (the Land Development Code).

From the effective date of the limited purpose annexation until the property is zoned, the area will be treated for development purposes in accordance with Section 25-2-222 (Designation of Annexed Land) of the Code.

Comments regarding the proposed zoning will be considered at the public hearings for the proposed limited purpose annexation.

Regulatory Plan

Development Regulations

Annexation of the area for the limited purposes of planning and zoning will extend the full range of City regulatory authority regarding development, construction, land use, and environmental quality to the area. This authority includes the application of all regulations pertaining to planning and zoning including but not limited to, regulations within the City's Land Development and related technical manuals, and all rules adopted pursuant thereto.

Future Full Purpose Annexation

The owners of the Ribelin Ranch have waived the requirements of Sec. 43.123 (d) (2) of the Texas Local Government Code that the property be annexed for full purposes within three years of the effective date of its limited purpose annexation and the prohibition in Sec. 43.122 of the Texas Local Government Code regarding strip annexations.

Full purpose annexation of the area proposed for limited purpose annexation will take place as individual tracts within Ribelin Ranch receive subdivision plat approval and are recorded or, in case of tracts not requiring plat approval, site plan approval. If necessary to establish contiguity or to provide services, the City will annex any additional Ribelin Ranch land between the tract *being converted to full purpose status and the then-existing full purposes City limits*. To the extent feasible in the City's determination, the City will attempt to establish contiguity along public rights of way.

In addition to the process described above, the City may, at its discretion, annex for full purposes the mitigation land set aside in accordance with the owner's Section 10-A permit and the 320 acre tract currently proposed for purchase by Travis County.

Limited purpose territory which has not been annexed for full purposes may be annexed for full purposes on December 31, 2011.

The Honorable Will Wynn, Mayor
P.O. Box 1088
Austin, Texas 78767

Re: Owner's Petition for Limited and Full Purpose Annexation of the Ribelin Ranch

Dear Mayor Wynn:

Pursuant to §43.129 of the Texas Local Government Code, the undersigned owner ('the Owner') of the approximately 747 acres of land commonly known as the Ribelin Ranch, which land is further described in Exhibits A & B (the "Ranch"), does hereby petition the City of Austin ("City"), Texas to annex the Ranch for the limited purpose of planning and zoning.

Further, pursuant to §43.127(a) of the Texas Local Government Code, Owner hereby waives the City's obligation to annex the land described in Exhibit A & B for full purposes within three years of the date of limited purpose annexation and instead request and authorize the City to annex the land described in Exhibit A & B for full purpose according to the following schedule:

1. Beginning on December 31, 2004, full purpose annexation of any portion of the land described in Exhibit A for which a final plat has been duly recorded in the Plat Records of Travis County, Texas and any land described in Exhibit A determined to be necessary, in the City's sole discretion, to establish contiguity between the platted land and the existing full purpose corporate limits.
1. Beginning on December 31, 2004, full purpose annexation of any portion of the land described in Exhibit B.
1. Full purpose annexation of additional areas within the land described in Exhibit A for which a final plat has been duly recorded in the Plat Records of Travis County, Texas (and including any land necessary to establish contiguity with the full purpose corporate limits) effective on or before December 31st of each year thereafter until December 31, 2011, at which time all remaining portions of the land described in Exhibit A & B not previously annexed for full purposes may be annexed for full purposes.

OWNER:
Ribelin Ranch Partners, Ltd.

By: 
Frank Ribelin, General Partner

cc: Ben Luckens
Alice Glasco

The Honorable Will Wynn, Mayor
P.O. Box 1088
Austin, Texas 78767

Re: Owner's Petition for Limited and Full Purpose Annexation of the Ribelin Ranch

Dear Mayor Wynn:

Pursuant to §43.129 of the Texas Local Government Code, the undersigned owner ('the Owner') of the approximately 747 acres of land commonly known as the Ribelin Ranch, which land is further described in Exhibits A & B (the "Ranch"), does hereby petition the City of Austin ("City"), Texas to annex the Ranch for the limited purpose of planning and zoning.

Further, pursuant to §43.127(a) of the Texas Local Government Code, Owner hereby waives the City's obligation to annex the land described in Exhibit A & B for full purposes within three years of the date of limited purpose annexation and instead request and authorize the City to annex the land described in Exhibit A & B for full purpose according to the following schedule:

1. Beginning on December 31, 2004, full purpose annexation of any portion of the land described in Exhibit A for which a final plat has been duly recorded in the Plat Records of Travis County, Texas and any land described in Exhibit A determined to be necessary, in the City's sole discretion, to establish contiguity between the platted land and the existing full purpose corporate limits.
2. Beginning on December 31, 2004, full purpose annexation of any portion of the land described in Exhibit B.
3. Full purpose annexation of additional areas within the land described in Exhibit A for which a final plat has been duly recorded in the Plat Records of Travis County, Texas (and including any land necessary to establish contiguity with the full purpose corporate limits) effective on or before December 31st of each year thereafter until December 31, 2011, at which time all remaining portions of the land described in Exhibit A & B not previously annexed for full purposes may be annexed for full purposes.

OWNER:



Chuck Ribelin



Martha Ribelin

cc: Ben Luckens

The Honorable Will Wynn, Mayor
P.O. Box 1088
Austin, Texas 78767

Re: Owner's Petition for Limited and Full Purpose Annexation of the Ribelin Ranch

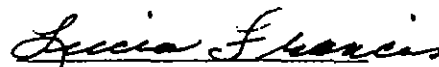
Dear Mayor Wynn:

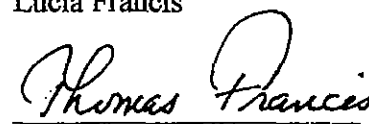
Pursuant to §43.129 of the Texas Local Government Code, the undersigned owner ("the Owner") of the approximately 747 acres of land commonly known as the Ribelin Ranch, which land is further described in Exhibits A & B (the "Ranch"), does hereby petition the City of Austin ("City"), Texas to annex the Ranch for the limited purpose of planning and zoning.

Further, pursuant to §43.127(a) of the Texas Local Government Code, Owner hereby waives the City's obligation to annex the land described in Exhibit A & B for full purposes within three years of the date of limited purpose annexation and instead request and authorize the City to annex the land described in Exhibit A & B for full purpose according to the following schedule:

- 1) Beginning on December 31, 2004, full purpose annexation of any portion of the land described in Exhibit A for which a final plat has been duly recorded in the Plat Records of Travis County, Texas and any land described in Exhibit A determined to be necessary, in the City's sole discretion, to establish contiguity between the platted land and the existing full purpose corporate limits.
- 1) Beginning on December 31, 2004, full purpose annexation of any portion of the land described in Exhibit B.
- 1) Full purpose annexation of additional areas within the land described in Exhibit A for which a final plat has been duly recorded in the Plat Records of Travis County, Texas (and including any land necessary to establish contiguity with the full purpose corporate limits) effective on or before December 31st of each year thereafter until December 31, 2011, at which time all remaining portions of the land described in Exhibit A & B not previously annexed for full purposes may be annexed for full purposes.

OWNER:


Lucia Francis


Thomas Francis

cc: Ben Luckens
Alice Glasco

**NOTARIZED SUMMARY OF TRUST
THE FRANCIS
FAMILY TRUST AGREEMENT**

The undersigned hereby certify that they created a Revocable Living Trust. This Trust is known as: **THE FRANCIS FAMILY TRUST**, dated the 14TH day of AUGUST, 2003. THOMAS L. FRANCIS and LUCIA R. FRANCIS, Trustors and Trustees, reside at 5420 FM 1562, the City of Leonard, State of Texas, the County of Hunt.

IT IS AGREED BETWEEN THE PARTIES HERETO AS FOLLOWS:

Description of Trust

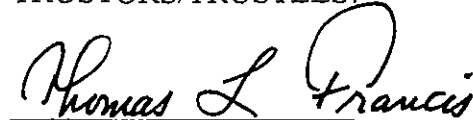
The parties hereto desire to confirm the establishment of a Revocable Trust on this date, for the benefit of the Trustors (as husband and wife) and containing herein the following provisions:

1. The Trustors are designated as the Trustees to serve until both of their deaths, resignations or mental incompetence.
2. Upon the end of the terms of the original Trustees, **RUTH F. PERKINS** is designated as First Successor Trustee. **REBECCA F. BRANNAN** is designated as Second Successor Trustee.
3. Upon the death of either Trustor, the Surviving Spouse retains the right to the use of the Trust Assets.
4. Any Trustee/Trustor has the power and authority to manage and control, buy, sell, and transfer the trust property, in such manner as the Trustee may deem advisable, and shall have, enjoy and exercise all powers and rights over and concerning said property and the proceeds thereof as fully and amply as though said Trustee were the absolute and qualified owner of same, including the power to grant, bargain, sell and convey, encumber and hypothecate, real and personal property, and the power to invest in corporate obligations of every kind, stocks, preferred or common, and to buy stocks, bonds and similar investments on margin or other leveraged accounts, except to the extent that such management would cause includability of an irrevocable trust in the Estate of a Trustee.
5. Following the death of both husband and wife, the Trust continues or is distributed in whole or in part for the benefit of other named Beneficiaries according to the terms of the Trust.
6. While both Trustors are living and competent, except when there shall be a Corporate Trustee, either Trustee may add money to or withdraw money from any bank or savings and loan or checking account owned by the Trust without the approval of the other Trustee or other Trustor, provided, however, that the ownership of funds received and deposited, whether community property or non-community property shall remain the same and the Trustor removing or adding funds shall gain no additional ownership interest therein than was present prior to the withdrawal from or addition to the Trust Account.

7. All property transferred into the Trust which had an original source as community property shall remain community property unless other provisions shall have been made therefore.
8. All separate property transferred into the Trust remains separate property unless other provisions have been made therefore.
9. Unless otherwise indicated to a prospective transferee, the Trustee has full power to transfer assets held in the name of the Trust and subsequent transferees are entitled to rely upon such transfers provided the chain of title is not otherwise deficient.
10. The Trust Agreement also states that any bank, corporation, brokerage firm or other entity or any individual may conclusively presume that the Trustee has full power and authority and such person or institution shall be held harmless and shall incur no liability by reason of so presuming.
11. The situs of the Trust is the State of Texas.
12. With regard to any real property transferred into the Trust designated as the Trustor's homestead, the Trustor shall have the exclusive right to occupy said property as a permanent resident, rent free, except for taxes and other expenses.
13. The use of this Summary of Trust is for convenience only and the Trust is solely controlled as to provisions and interpretations, and any conflict between this abstract and the Trust shall be decided in favor of the Trust.

IN WITNESS WHEREOF, the parties have hereto executed this Summary of Trust this date.

TRUSTORS/TRUSTEES:


THOMAS L. FRANCIS

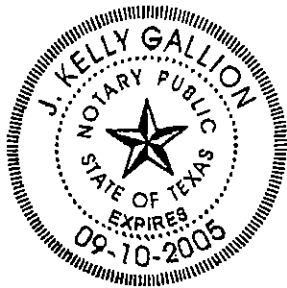

LUCIA R. FRANCIS

STATE OF TEXAS

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COUNTY OF HUNT

On this the 17th day of NOVEMBER, 2003, before me, a Notary Public, personally appeared **Thomas L. Francis and Lucia R. Francis** personally known to me to be the persons whose names are subscribed to this instrument, and acknowledged that they executed it for the purposes herein expressed.



J. Kelly Gallion
Notary Public, State of Texas



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

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

2807 Manchaca Road
Building One
Austin, Texas 78704

**428.069 ACRES
RIBELIN RANCH**

A DESCRIPTION OF 428.069 ACRES OF LAND OUT OF THE S.P.R.R. CO. SURVEY NO. 1, THE JOHN E. LINN SURVEY NO. 454, THE J.W. PREECE SURVEY NO. 2 AND THE A.E. PATTON SURVEY NO. 539 ABSTRACT 601, TRAVIS COUNTY, TEXAS, AND BEING A PORTION OF A 740.5 ACRE TRACT DESCRIBED AS PARCEL ONE AND ALL OF A 1.73 ACRE TRACT DESCRIBED AS PARCEL TWO IN STIPULATION OF UNDIVIDED INTERESTS IN LAND TO CHARLES RIBELIN, ET AL, OF RECORD IN VOLUME 9444, PAGE 251 OF THE DEED RECORDS OF TRAVIS COUNTY, TEXAS; SAID 428.069 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a ½" rebar with cap set in the north right-of-way line of R.M. 2222 (right-of-way width varies) for the southwest corner of said 1.73 acre tract, from which a ½" rebar found for Point of Curvature Station 86+33.5 of said R.M. 2222 bears along a curve to the left having a radius of 1482.40 feet, an arc length of 264.95 feet and chord of North 86°57'51" West, a distance of 264.60 feet;

THENCE North 28°07'40" East, with the west line of the 1.73 acre tract, passing at a distance of 10.36 feet a ½" rebar found for the southeast corner of Lot 1, Kallestad Laboratories Subdivision, a subdivision of record in Volume 87, Page 6D-7A of the Plat Records of Travis County, Texas, and continuing for a total distance of 183.57 feet to a ½" rebar found for the northeast corner of said Lot 1, being in the south line of the 740.5 acre tract;

THENCE with the north line of Kallestad Laboratories Subdivision and the south line of said 740.5 acre tract, the following two (2) courses:

1. North 62°07'56" West, a distance of 636.64 feet to a ½" rebar found;
2. North 62°07'15" West, a distance of 350.03 feet to a 5/8" rebar found for the northwest corner of Kallestad Laboratories Subdivision, being in the north termination of McNeil Road (120' right-of-way width) and the northeast corner of Austin Center/3M, a subdivision of record in Volume 87, Page 7B-7C of the Plat Records of Travis County, Texas;

THENCE with the north termination of McNeil Drive and the north lines of Lots 4, 3 and 2 of said Austin Center/3M subdivision and the south and west lines of the 740.5 acre tract, the following five (5) courses:

EXHIBIT

A

1. North 62°06'52" West, a distance of 608.03 feet to a 60D nail found;
2. North 17°08'47" East, a distance of 599.82 feet to a ½" rebar with cap set;
3. North 62°51'39" West, a distance of 802.36 feet to a ½" rebar found;
4. North 07°05'27" East, a distance of 332.70 feet to a 60D nail found;
5. North 06°55'25" East, a distance of 256.24 feet to a 60D nail found for the northeast corner of Lot 2, Austin Center/3M and the southeast corner of Lot 2, Four Points Centre P.U.D., a subdivision of record in Document No. 200200080 of the Official Public Records of Travis County, Texas;

THENCE with the east line of said Lot 2 and the west line of the 740.5 acre tract, the following three (3) courses:

1. North 06°56'08" East, a distance of 377.78 feet to a 60D nail found;
2. North 06°48'14" East, a distance of 978.92 feet to a 60D nail found;
3. North 06°59'28" East, a distance of 426.52 feet to a ½" rebar found for the northeast corner of Lot 2 and in the south line of a 1.3015 acre City of Austin Right-of-Way Vacation described in Volume 13241, Page 787 of the Real Property Records of Travis County, Texas;

THENCE with the south lines of said 1.3015 acre Right-of-Way Vacation being also the line described in a Boundary Line Agreement of record in Volume 8913, Page 222 of the Real Property Records of Travis County, Texas, the following two (2) courses:

1. South 64°27'45" East, a distance of 179.59 feet to a 5/8" rebar found;
2. South 62°31'01" East, a distance of 421.35 feet to a ½" rebar with cap set for the easternmost corner of the 1.3015 acre Right-of-Way Vacation and in the south line of Lot 1, W.T.P. NO. 4 Subdivision, a subdivision of record in Volume 86, Page 190D-191B;

THENCE with the south and east lines of said Lot 1, W.T.P. NO. 4 Subdivision and said Boundary Agreement Line the following thirteen (13) courses:

1. South 55°33'51" East, a distance of 46.37 feet to a ½" rebar with cap set;

2. South 66°09'08" East, a distance of 198.46 feet to a ½" rebar with cap set;
3. South 44°29'03" East, a distance of 72.53 feet to a 5/8" rebar found;
4. North 75°33'16" East, a distance of 99.37 feet to a ½" rebar with cap set;
5. North 80°13'23" East, a distance of 101.42 feet to a ½" rebar found;
6. North 76°43'58" East, a distance of 148.63 feet to a 5/8" rebar found;
7. North 27°22'21" East, a distance of 351.62 feet to a 5/8" rebar found;
8. North 31°24'24" East, a distance of 300.03 feet to a 5/8" rebar found;
9. North 27°07'13" East, a distance of 389.07 feet to a 5/8" rebar found;
10. North 27°45'57" East, a distance of 532.09 feet to a 5/8" rebar found;
11. North 27°24'36" East, a distance of 432.08 feet to a ½" rebar with cap found;
12. North 26°57'02" East, a distance of 400.95 feet to a 60D nail found;
13. North 27°23'56" East, a distance of 501.64 feet to a ½" rebar found in the south line of a 133.475 acre tract of land described in Volume 11905, Page 928 of the Real Property Records of Travis County, Texas, for the northeast corner of Lot 1 and a northwest corner of the 740.5 acre tract, from which a ½" iron pipe found in the south line of said 133.475 acre tract and the north line of Lot 1 bears North 59°39'33" West, a distance of 141.46 feet;

THENCE with the west lines of the 740.5 acre tract and the south lines of the 133.475 acre tract, the following eight (8) courses:

1. South 61°23'33" East, a distance of 269.87 feet to a 60D nail found;
2. South 51°47'17" East, a distance of 263.72 feet to a 60D nail found;
3. South 47°41'55" East, a distance of 267.27 feet to a ½" rebar with cap set;
4. South 52°17'26" East, a distance of 189.76 feet to a ½" iron pipe found;

5. South 47°21'27" East, a distance of 152.67 feet to a 60D nail found;
6. South 55°03'18" East, a distance of 79.33 feet to a 60D nail found;
7. South 58°59'20" East, a distance of 64.18 feet to a cotton spindle found;
8. South 63°54'37" East, a distance of 365.83 feet to a ½" pipe found for the southeast corner of the 133.475 acre tract;

THENCE with the west lines of the 740.5 acre tract and the east line of the 133.475 acre tract, the following two (2) courses:

1. North 29°05'27" East, a distance of 204.69 feet to a ½" iron pipe found;
2. North 82°40'23" East, a distance of 93.62 feet to a ½" iron pipe found;

THENCE over and across the 740.5 acre tract, the following twenty-four (24) courses:

1. South 58°08'11" East, a distance of 489.16 feet to a ½" rebar with cap set;
2. South 44°25'11" West, a distance of 275.04 feet to a nail with shiner set;
3. South 06°52'25" West, a distance of 174.89 feet to a nail with shiner set;
4. South 02°43'40" East, a distance of 340.83 feet to a nail with shiner set;
5. North 67°40'31" West, a distance of 202.08 feet to a nail with shiner set;
6. South 33°15'36" West, a distance of 157.78 feet to a ½" rebar with cap set;
7. North 85°08'03" West, a distance of 205.25 feet to a ½" rebar with cap set;
8. South 41°51'53" West, a distance of 692.31 feet to a ½" rebar with cap set;
9. South 07°04'09" West, a distance of 141.06 feet to a nail with shiner set;
10. South 78°59'12" West, a distance of 126.15 feet to a nail with shiner set;
11. South 37°21'14" West, a distance of 476.65 feet to a nail with shiner set;

12. South 16°11'39" East, a distance of 224.21 feet to a ½" rebar with cap set;
13. North 75°52'59" West, a distance of 43.01 feet to a nail with shiner set;
14. North 70°45'51" West, a distance of 270.11 feet to a nail with shiner set;
15. South 53°21'39" West, a distance of 137.57 feet to a ½" rebar with cap set;
16. South 09°18'45" East, a distance of 110.94 feet to a ½" rebar with cap set;
17. South 80°41'15" West, a distance of 677.00 feet to a ½" rebar with cap set;
18. South 09°18'45" East, a distance of 427.75 feet to a ½" rebar with cap set;
19. North 80°40'30" East, a distance of 1633.58 feet to a ½" rebar with cap set;
20. South 09°19'30" East, a distance of 50.00 feet to a ½" rebar with cap set;
21. North 80°40'30" East, a distance of 93.01 feet to a ½" rebar with cap set;
22. North 88°40'30" East, a distance of 93.01 feet to a ½" rebar with cap set;
23. North 01°19'30" West, a distance of 50.00 feet to a ½" rebar with cap set;
24. North 88°40'30" East, a distance of 1575.02 feet to a ½" rebar found in the east line of the 740.5 acre tract and the west line of a 942.272 acre tract of land described in Volume 13030, Page 1960 of the Real Property Records of Travis County, Texas;

THENCE with the east line of the 740.5 acre tract and the west line of said 942.272 acre tract, the following twenty (20) courses:

1. South 28°21'45" West, a distance of 84.03 feet to a cotton spindle found;
2. South 28°24'49" West, a distance of 137.35 feet to a 60D nail found;
3. South 28°32'09" West, a distance of 126.99 feet to a ½" rebar found;
4. South 28°30'32" West, a distance of 318.18 feet to a ½" rebar found;

5. South 28°06'17" West, a distance of 252.87 feet to a ½" rebar found;
6. South 28°27'33" West, a distance of 254.98 feet to a ½" rebar found;
7. South 29°16'34" West, a distance of 123.59 feet to a ½" rebar found;
8. South 26°14'35" West, a distance of 115.14 feet to a ½" rebar found;
9. South 27°31'43" West, a distance of 91.76 feet to a ½" rebar found;
10. South 27°52'03" West, a distance of 79.95 feet to a ½" rebar found;
11. South 26°58'26" West, a distance of 82.70 feet to a ½" rebar with cap set;
12. South 28°21'39" West, a distance of 137.46 feet to a ½" rebar found;
13. South 27°50'56" West, a distance of 114.43 feet to a ½" rebar with cap set;
14. South 29°05'50" West, a distance of 115.25 feet to a ½" rebar found;
15. South 28°24'20" West, a distance of 173.92 feet to a ½" rebar found;
16. South 28°34'08" West, a distance of 87.57 feet to a T-post in concrete found;
17. South 28°15'31" West, a distance of 254.75 feet to a ½" rebar found;
18. South 28°00'56" West, a distance of 105.25 feet to T-post in concrete found;
19. South 28°22'36" West, a distance of 212.93 feet to a ½" rebar found;
20. South 28°31'44" West, a distance of 195.65 feet to a ½" rebar found for the northeast corner of 32.76 acre tract of land described as Tract 1 and recorded in Volume 12297, Page 274 of the Real Property Records of Travis County, Texas;

THENCE North 74°27'35" West, with the southeast line of the 740.5 acre tract and the north line of said 32.76 acre tract, a distance of 1351.34 feet to a ½" rebar found for the northwest corner of the 32.76 acre tract;

THENCE with the east line of the 740.5 acre tract and the west line of the 32.76 acre

tract, the following two (2) courses:

1. South $26^{\circ}16'44''$ West, a distance of 628.20 feet to a 60D nail found;
2. South $26^{\circ}23'26''$ West, a distance of 323.37 feet to a $\frac{1}{2}$ " rebar with cap set for a southeast corner of the 740.5 acre tract, the southwest corner of the 32.76 acre tract, the northeast corner of the 1.73 acre tract and the northwest corner of a 0.31 acre tract of land described as Tract 2 and recorded in Volume 12297, Page 274 of the Real Property Records of Travis County, Texas;

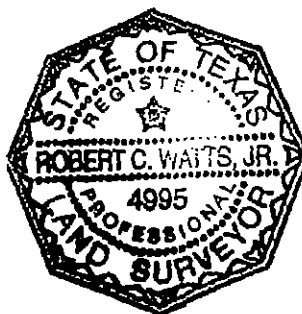
THENCE South $26^{\circ}43'14''$ West, with the east line of the 1.73 acre tract and the west line of said 0.31 acre tract, a distance of 109.68 feet to a $\frac{1}{2}$ " rebar with cap set in the north right-of-way line of R.M. 2222 for the southwest corner of the 0.31 acre tract and the southeast corner of the 1.73 acre tract, from which a $\frac{1}{2}$ " rebar found for Point of Tangency Station 94+67.4 of R.M. 2222 bears along a curve to the right having a radius of 1482.40, an arc length of 12.06 feet and chord of South $58^{\circ}58'02''$ East, a distance of 12.06 feet;

THENCE with the north right-of-way line of R.M. 2222 and the south line of the 1.73 acre tract, along a curve to the left having a radius of 1482.40 feet, an arc length of 585.85 feet and chord which bears North $70^{\circ}31'19''$ West, a distance of 582.05 feet to the **POINT OF BEGINNING**, containing 428.069 acres of land, more or less.

Surveyed on the ground February, 2004. Bearing Basis is Grid azimuth for Texas central zone, 1983/93 HARN values from LCRA control network. Attachments: Survey Drawing No. 328-001-T1.



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



3-11-04



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

Office: 512-476-7103
Fax: 512-476-7105

510 South Congress Ave.
Suite B-100
Austin, Texas 78704

**319.709 ACRES
RIBELIN RANCH**

A DESCRIPTION OF 319.709 ACRES OF LAND OUT OF THE S.P.R.R. CO. SURVEY NO. 1 AND THE JOHN E. LINN SURVEY NO. 454, TRAVIS COUNTY, TEXAS, AND BEING A PORTION OF A 740.5 ACRE TRACT DESCRIBED IN STIPULATION OF UNDIVIDED INTERESTS IN LAND TO CHARLES RIBELIN, ET AL, IN VOLUME 9444, PAGE 251 OF THE DEED RECORDS OF TRAVIS COUNTY, TEXAS; SAID 319.709 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a $\frac{3}{4}$ " iron pipe found in the westerly line of a 133.475 acre tract described in a Special Warranty Deed to the City Of Austin in Volume 11905, Page 928 of the Real Property Records of Travis County, Texas, at the southwesterly corner of a 150.78 acre tract described in a Special Warranty Deed to the City of Austin in Volume 11632, Page 1198 of the Real Property Records of Travis County, Texas for the northwesterly corner of said 740.5 Acre Tract and hereof;

THENCE with the southerly line of said 150.78 Acre Tract, same being the northerly line of said 740.5 Acre Tract and hereof, generally with or near a fence, the following six (6) courses:

1. South 72°28'20" East, a distance of 13.58 feet to a $\frac{1}{2}$ " rebar with cap set;
2. South 66°02'01" East, a distance of 75.16 feet to a $\frac{1}{2}$ " rebar with cap set;
3. South 62°05'02" East, a distance of 200.34 feet to a $\frac{1}{2}$ " rebar with cap set;
4. South 60°59'14" East, a distance of 591.05 feet to a $\frac{1}{2}$ " rebar with cap set;
5. South 61°16'20" East, a distance of 424.39 feet to a 60d nail found in a 12" Cedar;
6. South 58°14'13" East, a distance of 32.58 feet to a $\frac{3}{4}$ " iron pipe found in the westerly line of a 240 acre tract described in a Deed to Joe w. Neal, Et Ux in Volume 1139, Page 176 of the Deed Records of Travis County, Texas, conveyed to Horse Thief Hollow Ranches, Ltd. by Warranty Deed in Volume 12590, Page 1908 of the Real Property Records of Travis County, Texas, save and except a 52.95 acre tract described in a Deed to A.F. Moeckel in Volume 602, Page 39 of the Deed Records of Travis County, Texas;

EXHIBIT

B

THENCE continuing with the northerly line of said 740.5 Acre Tract, same being in part the westerly line of said 240 Acre Tract and the northerly line of said 52.95 Acre Save and Except Tract, generally with or near a fence, the following eleven (11) courses:

1. South 28°47'00" West, a distance of 158.63 feet to a ½ " rebar with cap set;
2. South 27°35'22" West, a distance of 229.21 feet to a ½ " rebar with cap set;
3. South 28°08'40" West, a distance of 333.26 feet to a ½ " rebar with cap set;
4. South 28°47'54" West, a distance of 493.28 feet to a ½ " rebar with cap set;
5. South 20°03'43" West, a distance of 24.66 feet to a ½ " rebar with cap set;
6. South 28°16'33" West, a distance of 254.52 feet to a ½ " rebar with cap set;
7. South 16°43'31" West, a distance of 27.35 feet to a ½ " rebar found at the northwesterly corner of said 52.95 Acre Save and Except Tract;
8. South 62°54'34" East, a distance of 453.90 feet to a ½ " rebar with cap set;
9. South 62°08'13" East, a distance of 518.34 feet to a ½ " rebar with cap set;
10. South 61°55'08" East, a distance of 1,231.91 feet to a ½ " rebar with cap set;
11. South 62°33'26" East, a distance of 191.96 feet to a ½ " rebar found in the westerly line of a 184 acre tract described in a Deed to the Veterans Land Board in Volume 1147, Page 499 of the Deed Records of Travis County, Texas, conveyed to Horse Thief Hollow Ranches, Ltd. by Warranty Deed in Volume 12590, Page 1908 of the Real Property Records of Travis County, Texas, at the northeasterly corner of said 740.5 Acre Tract, said 52.95 Acre Save and Except Tract and hereof;

THENCE continuing with the easterly line of said 740.5 Acre Tract, same being in part the westerly line of said 184 Acre Tract, in part the westerly line of a 33.40 acre tract described in a Warranty Deed with Vendor's Lien to Beard Family Partnership in Volume 12640, Page 908 of the Real Property Records of Travis County, Texas and in part the westerly line of a 942.272 acre tract described in a Special Warranty Deed to the City of Austin in Volume 13030, Page 1960 of the Real Property Records of Travis County, Texas, generally with or near a fence the following seventeen (17) courses:

1. South 27°58'08" West, a distance of 466.73 feet to a ½ " rebar with cap set;
2. South 28°19'02" West, a distance of 154.62 feet to a ½ " rebar with cap set at the northwesterly corner of said 33.40 Acre Tract;
3. South 28°19'02" West, a distance of 369.62 to a ½ " rebar found at the southwesterly corner of said 33.40 Acre Tract, same being the most northerly northwest corner of said 942.272 Acre Tract;
4. South 27°56'11" West, a distance of 328.72 feet to a ½ " rebar found;
5. South 27°55'14" West, a distance of 214.78 feet to a ½ " rebar found;
6. South 27°53'52" West, a distance of 144.97 feet to a ½ " rebar found;
7. North 61°47'04" West, a distance of 281.03 feet to a ½ " rebar found;
8. North 61°54'39" West, a distance of 223.13 feet to a ½ " rebar found;
9. North 62°09'07" West, a distance of 88.56 feet to a ½ " rebar found;
10. South 28°32'18" West, a distance of 571.14 feet to a ½ " rebar found;
11. North 56°37'09" West, a distance of 36.19 feet to an "x" in rock found;
12. North 61°08'09" West, a distance of 143.20 feet to a ½ " rebar found;
13. North 60°37'38" West, a distance of 190.03 feet to a ½ " rebar found;
14. North 67°19'11" West, a distance of 373.98 feet to a ½ " rebar found at the most westerly northwest corner of said 942.272 Acre Tract;

15. South 28°29'24" West, a distance of 433.50 feet to a ½" rebar found;
16. South 28°33'53" West, a distance of 168.40 feet to a ½" rebar found;
17. South 28°20'50" West, a distance of 415.81 feet to a ½" rebar with cap set in the southerly line of a Transmission Line Easement described in a Deed to Lower Colorado River Authority in Volume 611, Page 616 of the Deed Records of Travis County, Texas, for the southeasterly corner hereof;

THENCE continuing over and across said 740.5 Acre Tract with the southerly line of said Transmission Line Easement the following six (6) courses:

1. South 88°40'30" West, a distance of 1575.02 feet to a ½" rebar with cap set;
2. South 01°19'30" East, a distance of 50.00 feet to a ½" rebar with cap set;
3. South 88°40'30" West, a distance of 93.01 feet to a ½" rebar with cap set;
4. South 80°40'30" West, a distance of 93.01 feet to a ½" rebar with cap set;
5. North 09°19'30" West, a distance of 50.00 feet to a ½" rebar with cap set;
6. South 80°40'30" West, a distance of 1633.58 feet to a ½" rebar with cap set for the southwesterly corner hereof;

THENCE North 09°18'45" West, continuing over and across said 740.5 Acre Tract, a distance of 427.75 feet to a ½" rebar with cap set in the northerly line of a Transmission Line Easement described in a Deed to Lower Colorado River Authority in Volume 649, Page 370 of the Deed Records of Travis County, Texas;

THENCE North 80°41'15" East, continuing over and across said 740.5 Acre Tract, with the northerly line of said Transmission Line Easement described in Volume 649, Page 370, a distance of 677.00 feet to a ½" rebar with cap set;

THENCE continuing over and across said 740.5 Acre Tract the following sixteen (16) courses:

1. North 09°18'45" West, a distance of 110.94 feet to a ½" rebar with cap set;
2. North 53°21'39" East, a distance of 137.57 feet to a concrete nail set;


3. South 70°45'51" East, a distance of 270.11 feet to a concrete nail set;
4. South 75°52'59" East, a distance of 43.01 feet to a ½" rebar with cap set;
5. North 16°11'39" West, a distance of 224.21 feet to a concrete nail set;
6. North 37°21'14" East, a distance of 476.65 feet to a concrete nail set;
7. North 78°59'12" East, a distance of 126.15 feet to a concrete nail set;
8. North 07°04'09" East, a distance of 141.06 feet to a ½" rebar with cap set;
9. North 41°51'53" East, a distance of 692.31 feet to a ½" rebar with cap set;
10. South 85°08'03" East, a distance of 205.25 feet to a ½" rebar with cap set;
11. North 33°15'36" East, a distance of 157.78 feet to a concrete nail set;
12. South 67°40'31" East, a distance of 202.08 feet to a concrete nail set;
13. North 02°43'40" West, a distance of 340.83 feet to a concrete nail set;
14. North 06°52'25" East, a distance of 174.89 feet to a concrete nail set;
15. North 44°25'11" East, a distance of 275.04 feet to a ½" rebar with cap set;
16. North 58°08'11" West, a distance of 489.16 feet to an iron pipe found in the easterly line of said 133.475 Acre Tract;

THENCE continuing with the easterly line of said 133.475 Acre Tract, same being the westerly line of said 740.5 Acre Tract, generally with or near a fence, the following fifteen (15) courses:

1. North 18°58'11" East, a distance of 248.35 feet to a 60d nail found in a 11" Elm Tree;
2. North 39°08'47" East, a distance of 58.10 feet to a ¾" iron pipe found;
3. North 30°29'50" East, a distance of 501.42 feet to a ¾" iron pipe found;

4. North 31°50'01" East, a distance of 210.94 feet to a ¾" iron pipe found;
5. North 52°45'23" East, a distance of 33.74 feet to a 60d nail found in a 7" Cedar Tree;
6. North 25°57'39" East, a distance of 48.34 feet to a 60d nail found in a 8" Cedar Tree;
7. North 17°54'45" East, a distance of 139.74 feet to a 60d nail found in a 15" Cedar Tree;
8. North 23°15'22" East, a distance of 70.51 feet to a 60d nail found in a 16" Cedar Tree;
9. North 28°06'13" East, a distance of 516.70 feet to a ¾" iron pipe found;
10. North 28°15'06" East, a distance of 118.21 feet to a ½" rebar with cap found;
11. North 27°00'42" East, a distance of 653.71 feet to a 60d nail found;
12. North 27°15'53" East, a distance of 114.35 feet to a 60d nail found;
13. North 26°55'30" East, a distance of 107.39 feet to a 60d nail found;
14. North 26°38'20" East, a distance of 239.50 feet to a ¾" iron pipe found;
15. North 33°08'06" East, a distance of 91.34 feet to the **POINT OF BEGINNING**, containing 319.709 acres of land, more or less.

Surveyed on the ground January and February, 2002. Bearing Basis is Grid azimuth for Texas central zone, 1983/93 HARN values from LCRA control network.


Phillip L. McLaughlin
Registered Professional Land Surveyor
State of Texas No. 5300



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Texas Board of Legal Specialization

March 24, 2004

Mr. Robert Kleeman
Hall & Kleeman, PLLC
1515 South Capital of Texas Hwy., Suite 415
Austin, Texas 78746-6544

Re: Ribelin Land Purchase Agreement
Our File No. 163.1523

Dear Mr. Kleeman:

I shared the contents of your March 11th letter with the Commissioners Court on March 23rd. They voted that they had no objection to the City of Austin's annexation of the tract we are intending to purchase. If you need further action in this matter, please do not hesitate to call me.

Sincerely,

John C. Hille, Jr.
Director, Transactions Division

JCH:clt

Cc: Mr. Terry Bray
Ms. Melinda Mallia

RECEIVED
MAR 26 2004
HALL & KLEEMAN