



10

Zoning Case No. C14-05-0169

RESTRICTIVE COVENANT

OWNER: LIT Industrial Texas Limited Partnership, a Delaware limited partnership

ADDRESS: 3141 Hood Street, Suite 700, Dallas, Texas 75219

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: Two tracts of land, being a 20.148 acre tract and a 46.818 acre tract, out of several lots in Block A of the Scarbrough Subdivision in Travis County, the tracts being more particularly described by metes and bounds in Exhibits "A" and "B" 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 as specified in that certain Traffic Impact Analysis ("TIA") prepared by WHM Transportation Engineering Consultants, Inc., dated January 2006, or as amended and approved by the Director of the Watershed Protection and Development Review Department. 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 December 6, 2005. 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.

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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 23 day of January, 2006.

**OWNER:**

**LIT Industrial Texas Limited Partnership,  
a Delaware limited partnership**

By: LIT-FTGP, L.L.C.,  
a Delaware limited liability company,  
its general partner

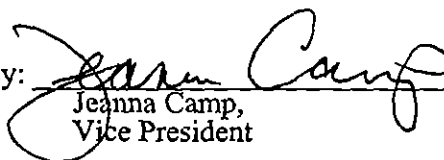
By: LIT Industrial Limited Partnership,  
A Delaware limited partnership,  
its sole member

By: LIT Holdings GP, LLC,  
a Delaware limited liability company,  
its sole general partner


By: Lion Industrial Properties, L.P.,  
a Delaware limited partnership,  
its sole member

By: LIT GP Sub, LLC,  
a Delaware limited liability company,  
its sole general partner

By: Lion Industrial Trust,  
a Maryland real estate investment trust,  
its sole member and manager

By:   
Jeanna Camp,  
Vice President

APPROVED AS TO FORM:

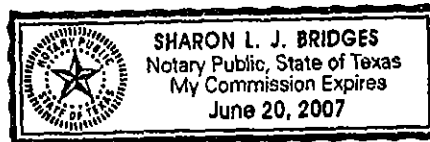
  
Assistant City Attorney  
City of Austin

THE STATE OF TEXAS §

COUNTY OF Dallas §

This instrument was acknowledged before me on this the 23<sup>rd</sup> day of January, 2006, by Jeanna Camp, Vice President of Lion Industrial Trust, a Maryland real estate investment trust, sole member and manager of LIT GP Sub, LLC, a Delaware limited liability company, sole general partner of Lion Industrial Properties, L.P., a Delaware limited partnership, sole member of LIT Holdings GP, LLC, a Delaware limited liability company, sole general partner of LIT Industrial Limited Partnership, a Delaware limited partnership, sole member of LIT-FTGP, L.L.C., a Delaware limited liability company, general partner of LIT Industrial Texas Limited Partnership, a Delaware limited partnership, on behalf of the investment trust, limited liability companies, and limited partnerships.

  
Notary Public, State of Texas



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

20.148 ACRES  
SCARBROUGH SUBDIVISION  
ING CLARION PARTNERS

EXHIBIT A

FN NO. 05-465 (MJJ)  
AUGUST 31, 2005  
BPI JOB NO. 1599-01

DESCRIPTION

OF 20.148 ACRES OF LAND SITUATED IN TRAVIS COUNTY, TEXAS, BEING A PORTION OF LOTS 1, 2, 3, 7, 8 AND 9, BLOCK "A" SCARBROUGH SUBDIVISION, A SUBDIVISION OF RECORD IN DOCUMENT NO. 200000267 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS; SAID 20.148 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING, at a 1/2 inch iron rod found in concrete in the westerly line of Interstate Highway 35 (R.O.W. varies), being the southeasterly corner of Lot 1 Royston Lane Ltd., a subdivision of record in Volume 76, Page 355 of the Plat Records of Travis County, Texas and the northeasterly corner of said Lot 2, Block "A" Scarbrough Subdivision, for the northeasterly corner hereof;

THENCE, S14°10'23"E, along the westerly line of Interstate Highway 35, being the most easterly lines of said Lots 2, 3, 7, 8 and 9, Block "A" Scarbrough Subdivision, for the most easterly line hereof, a distance of 1338.22 feet to a 1/2 inch iron rod with cap found at the intersection of the westerly line of Interstate Highway 35 with the northwesterly line of Three Points Drive (R.O.W. varies), being an angle point in the easterly line of said Lot 9, Block "A" Scarbrough Subdivision, for an angle point hereof;

THENCE, S30°21'29"W, leaving the westerly line of Interstate Highway 35, along the northwesterly line of Three Points Drive, being the southeasterly line of said Lot 9, for the southeasterly line hereof, a distance of 420.64 feet to a 1/2 inch iron rod with cap found in the northerly line of that certain 6.52 acre tract of land conveyed to American Realty Trust, Inc. by deed of record in Volume 13290, Page 1276 of the Real Property Records of Travis County, Texas, being the southeasterly corner of said Lot 9, Block "A" Scarbrough Subdivision, for the southeasterly corner hereof;

THENCE, N59°40'47"W, along a portion of the northerly line of said 6.52 acre tract, being a portion of the southerly line of said Lot 9, Block "A" Scarbrough Subdivision, for the southerly line hereof, a distance of 287.39 feet to the southwest corner hereof, from which a 1/2 inch iron rod with cap found in the easterly line of Bratton Lane, being the southwest corner of Lot 6, Block "A" of said Scarbrough Subdivision bears, N59°40'47"W, a distance of 2159.39 feet;

THENCE, N14°10'23"W, leaving the northerly line of said 6.52 acre tract, over and across said Lots 1, 2, 7, 8 and 9, Block "A" Scarbrough Subdivision, for the westerly line hereof, a distance of 1930.58 feet to a point in the southerly line of Lot 2 of said Royston Lane Ltd., being the northerly line of said Lot 1, Block "A" Scarbrough Subdivision, for the northwesterly corner hereof, from which a 1/2 inch iron rod with cap found in the easterly line of Bratton Lane, being the northwesterly corner of said Lot 1, Block "A" Scarbrough Subdivision bears, N59°31'26"W, a distance of 801.07 feet;

FN 05-465(MJJ)  
AUGUST 31, 2005  
PAGE 2 OF 2

THENCE, S59°31'26"E, along the southerly lines of said Lot 1 and 2 Royston Lane Ltd., being the northerly lines of said Lots 1 and 2, Block "A" Scarbrough Subdivision, for the northerly line hereof, a distance of 702.82 feet to the POINT OF BEGINNING containing an area of 20.148 acres (877,645 sq. ft.) of land, more or less, within these metes and bounds.

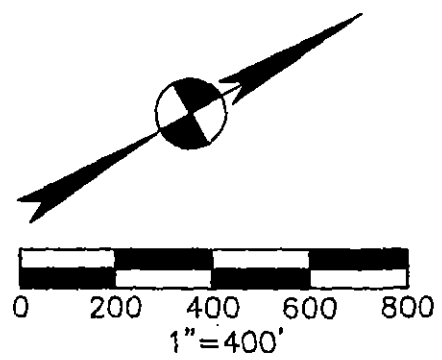
I, MARK J. JEZISEK, A REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY CERTIFY THAT THE PROPERTY DESCRIBED HEREIN WAS DETERMINED BY A SURVEY MADE ON THE GROUND UNDER MY DIRECTION AND SUPERVISION. A SURVEY EXHIBIT WAS PREPARED TO ACCOMPANY THIS FIELDNOTE DESCRIPTION.

BURY & PARTNERS, INC.  
ENGINEERS-SURVEYORS  
3345 BEE CAVE ROAD, SUITE 200  
AUSTIN, TEXAS 78746

*Mark J. Jezisek* 8/31/05  
MARK J. JEZISEK  
R.P.L.S. NO. 5267  
STATE OF TEXAS



# BRATTON LANE (R.O.W. VARIES)



## LEGEND

- 1/2" IRON ROD WITH CAP FOUND
- 1/2" IRON ROD FOUND IN CONCRETE
- P.O.B. POINT OF BEGINNING

## LINE TABLE

No.	Bearing	Distance
L1	S30°21'29"W	420.64'
L2	N59°40'47"W	287.39'
L3	S59°31'26"E	702.82'

BLOCK "D"  
VISTA BUSINESS PARK SECTION I  
VOL. 86, PG. 57A

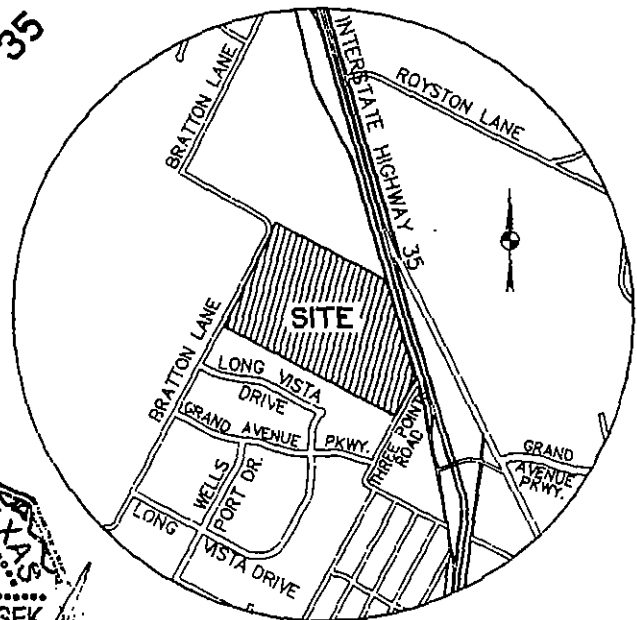
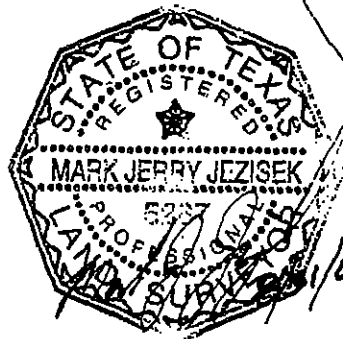
6.52 ACRES  
AMERICAN REALTY  
TRUST, INC.  
VOL. 13290,  
PG. 1276

3.05 ACRES  
MARVIN KRUEGER  
(NO RECORDING  
FORMATION FOUND)

THREE POINTS  
DRIVE  
(R.O.W. VARIES)

## BEARING BASIS:

IE BASIS OF BEARINGS OF THE SURVEY SHOWN  
REON IS THE NORTHERLY LINE OF VISTA  
ISINESS PARK SECTION I (N59°40'47"W). A  
BDIVISION OF RECORD IN VOLUME 86, PAGE 57A  
THE PLAT RECORDS OF TRAVIS COUNTY, TEXAS.



VICINITY MAP  
N.T.S.

**Bury+Partners**  
ENGINEERING SOLUTIONS  
5345 Bee Caves Road, Suite 200  
Austin, Texas 78746  
Tel. (512)328-0011 Fax (512)328-0325  
Bury+Partners, Inc. ©Copyright 2005

## SKETCH TO ACCOMPANY DESCRIPTION

OF 20.148 ACRES OF LAND SITUATED IN TRAVIS COUNTY,  
TEXAS, BEING A PORTION OF LOTS 1, 2, 3, 7, 8 AND 9,  
BLOCK "A" SCARBROUGH SUBDIVISION, A SUBDIVISION OF  
OF RECORD IN DOCUMENT NO. 200000267 OF THE OFFICIAL  
PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS.

**ING CLARION  
PARTNERS**

46.818 ACRES  
SCARBROUGH SUBDIVISION  
ING CLARION PARTNERS

FN NO. 05-466(MJJ)  
AUGUST 31, 2005  
BPI JOB NO. 1599-01

EXHIBIT B

DESCRIPTION

OF 46.818 ACRES OF LAND SITUATED IN TRAVIS COUNTY, TEXAS, BEING A PORTION OF LOTS 1, 2, 4, 5, 6, 7, 8 AND 9, BLOCK "A" SCARBROUGH SUBDIVISION, A SUBDIVISION OF RECORD IN DOCUMENT NO. 200000267 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS; SAID 46.818 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

**BEGINNING**, at a point in the southerly line of Lot 2 Royston Lane Ltd., a subdivision of record in Volume 76, Page 355 of the Plat Records of Travis County, Texas, being the northerly line of said Lot 1, Block "A" Scarbrough Subdivision, for the northeasterly corner hereof, from which a 1/2 inch iron rod found in concrete in the westerly line of Interstate Highway 35 (R.O.W. varies), being the southeasterly corner of Lot 1 of said Royston Lane Ltd. and the northeasterly corner of said Lot 2, Block "A" Scarbrough Subdivision bears, S59°31'26"E, a distance of 702.82 feet;

**THENCE**, S14°10'23"E, leaving the southerly line of said Lot 2 Royston Lane Ltd., over and across said Lots 1, 2, 7, 8 and 9, Block "A" Scarbrough Subdivision, for the easterly line hereof, a distance of 1930.58 feet to a point in the northerly line of that certain 6.52 acre tract of land conveyed to American Realty Trust, Inc. by deed of record in Volume 13290, Page 1276 of the Real Property Records of Travis County, Texas, being the southerly line of said Lot 9, Block "A" Scarbrough Subdivision, for the southeasterly corner hereof, from which a 1/2 inch iron rod with cap found in the westerly line of Three Points Drive (R.O.W. varies), being the southeasterly corner of said Lot 9, Block "A" Scarbrough Subdivision bears, S59°40'47"E, a distance of 287.39 feet;

**THENCE**, N59°40'47"W, in part along the northerly line of said 6.52 acre tract and in part along the northerly lines of Lots 1, 2, 3, 4 and 5, Block "D" Vista Business Park Section I, a subdivision of record in Volume 86, Page 57A of said Plat Records, being the southerly lines of Lots 4, 5 and 6, Block "A" of said Scarbrough Subdivision and said Lots 7, 8 and 9, Block "A" Scarbrough Subdivision, for the southerly line hereof, a distance of 2159.39 feet to a 1/2 inch iron rod with cap found in the easterly line of Bratton Lane (R.O.W. varies), being the southwesterly corner of said Lot 6, Block "A" Scarbrough Subdivision, for the southwesterly corner hereof;

**THENCE**, N30°32'28"E, along the easterly line of Bratton Lane, being the westerly lines of said Lots 1, 4, 5 and 6, Block "A" Scarbrough Subdivision, for the westerly line hereof, a distance of 1379.34 feet to a 1/2 inch iron rod with cap, found in the southerly line of that certain 5.14 acre tract of land conveyed to Michael Bell by deed of record in Volume 11654, Page 1372 of said Real Property Records, being the northwesterly corner of said Lot 1, Block "A" Scarbrough Subdivision, for the northwesterly corner hereof;

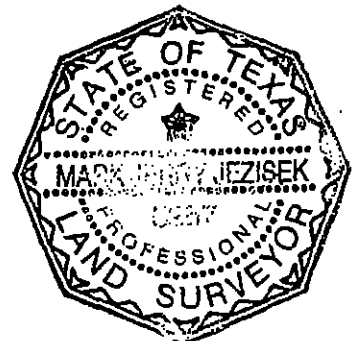
FN 05-466 (MJJ)  
AUGUST 31, 2005  
PAGE 2 OF 2

THENCE, S59°31'26"E, leaving the easterly line of Bratton Lane, in part along the southerly line of said 5.14 acre tract, the southerly lines of said Lot 2 Royston Lane Ltd. and the southerly lines of Lots 3 and 4 Royston Lane Ltd., being a portion of the northerly line of said Lot 1, Block "A" Scarbrough Subdivision, for the northerly line hereof, a distance of 801.07 feet to the POINT OF BEGINNING containing an area of 46.818 acres (2,039,373 sq. ft.) of land, more or less, within these metes and bounds.

I, MARK J. JEZISEK, A REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY CERTIFY THAT THE PROPERTY DESCRIBED HEREIN WAS DETERMINED BY A SURVEY MADE ON THE GROUND UNDER MY DIRECTION AND SUPERVISION. A SURVEY EXHIBIT WAS PREPARED TO ACCOMPANY THIS FIELDNOTE DESCRIPTION.

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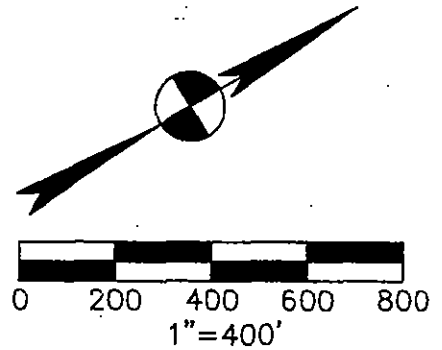
*Mark Jezisek* 8/31/05  
MARK J. JEZISEK DATE  
R.P.L.S. NO. 5267  
STATE OF TEXAS





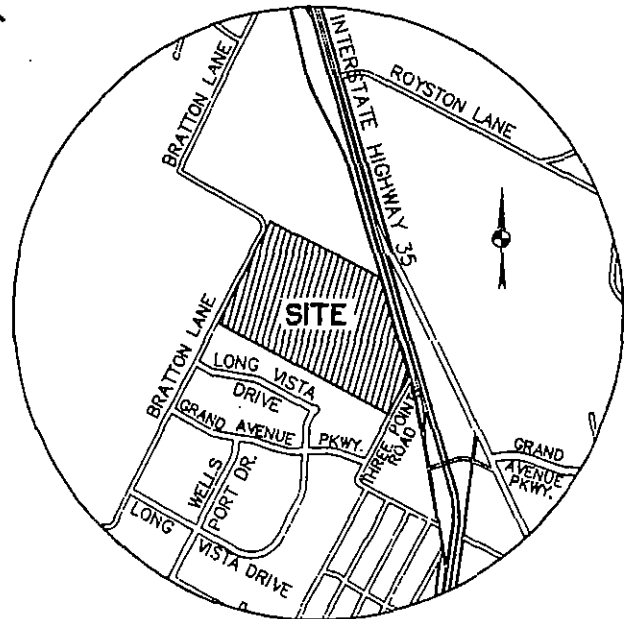
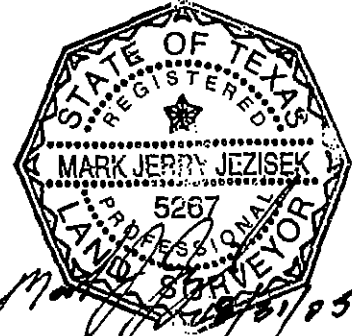
# BRATTON LANE

(R.O.W. VARIES)

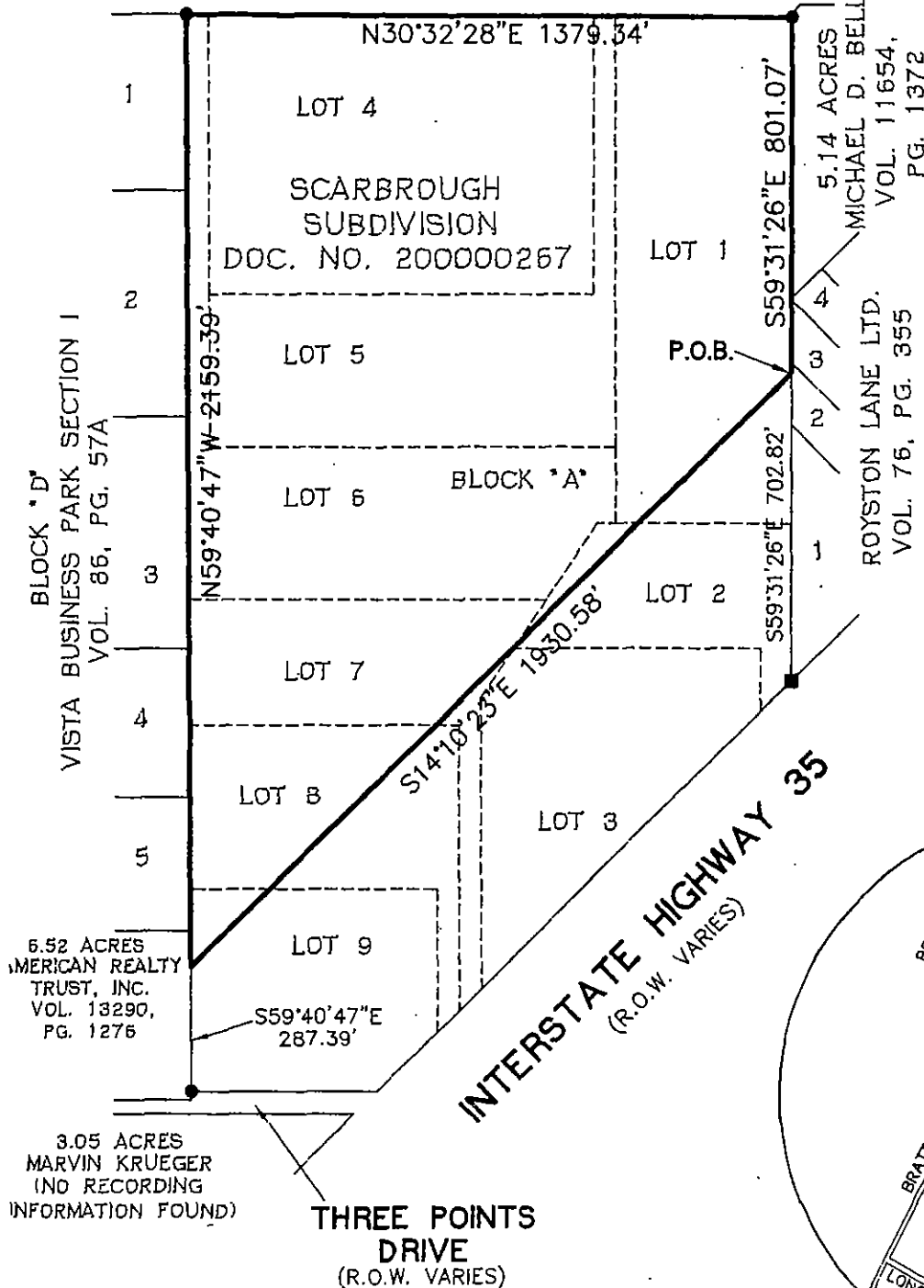


## LEGEND

- 1/2" IRON ROD WITH CAP FOUND
- 1/2" IRON ROD FOUND IN CONCRETE
- P.O.B. POINT OF BEGINNING



VICINITY MAP  
N.T.S.



## BEARING BASIS:

THE BASIS OF BEARINGS OF THE SURVEY SHOWN HEREON IS THE NORTHERLY LINE OF VISTA BUSINESS PARK SECTION I (N59°40'47"W), A SUBDIVISION OF RECORD IN VOLUME 86, PAGE 57A OF THE PLAT RECORDS OF TRAVIS COUNTY, TEXAS.

**Bury+Partners**  
ENGINEERING SOLUTIONS  
3345 Bee Caves Road, Suite 200  
Austin, Texas 78746  
Tel. (512)328-0011 Fax (512)328-0325  
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## SKETCH TO ACCOMPANY DESCRIPTION

OF 46.818 ACRES OF LAND SITUATED IN TRAVIS COUNTY, TEXAS, BEING A PORTION OF LOTS 1, 2, 4, 5, 6, 7, 8, AND 9, BLOCK "A" SCARBROUGH SUBDIVISION, A SUBDIVISION OF RECORD IN DOCUMENT NO. 200000267 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS.

**ING CLARION PARTNERS**

**FILED AND RECORDED**

OFFICIAL PUBLIC RECORDS

*Dana DeBeauvoir*

2006 Jan 31 02:51 PM

2006017089

BENAVIDESV \$52.00

DANA DEBEAUVOIR COUNTY CLERK  
TRAVIS COUNTY 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.