

DECLARATION OF RESTRICTIVE COVENANTS

[13427 Pond Springs Road]

C14-06-0066
Furrows North
Hem 51, 11/30/06

This Declaration of Restrictive Covenants [13427 Pond Springs Road] (the "Restrictive Covenant" or "Declaration") is made by FURROWS NORTH PROPERTIES, LTD, a Texas limited partnership ("Declarant"), and is as follows

RECITALS

A Declarant is the owner of approximately 6.963 acres of real property located in Williamson County, Texas as more particularly described on Exhibit "A" attached hereto, and locally known as 13427 Pond Springs Road, Austin, Texas, 78729 (the "Property")

B Declarant has agreed to impose upon the Property those covenants, conditions and restrictions set forth hereinbelow for the benefit of the Neighborhood Association of Southwestern Williamson County, and any successor entity (the "Benefited Party")

NOW, THEREFORE, it is hereby declared that the Property be subject to the following covenants, conditions and restrictions which shall run with the Property and (i) shall be binding upon all parties having right, title, or interest in or to such portion of the Property or any part, their heirs, successors, and assigns, and (ii) that each contract, deed or conveyance of any kind conveying those portions of such Property shall conclusively be held to have been executed, delivered, and accepted subject to the following covenants, conditions and restrictions, regardless of whether or not the same are set out in full or by reference in said contract, deed or conveyance

1 Restrictions Upon the Property The covenants, conditions and restrictions set forth below are hereby impressed upon the Property

(a) Prohibited Uses No portion of the Property may be used in whole or in part for any of the following purposes (1) an establishment for sale, storage, or repair of automobiles, trucks, mobile homes, or recreational motor vehicles, (2) a tattoo parlor or body art studio, (3) an establishment for body piercing or branding, (4) an adult type bookstore or other establishment selling, renting, displaying or exhibiting pornographic or obscene materials (including without limitation, magazines, books, movies, videos, photographs or so called "sexual toys") or providing adult type entertainment or activities (including, without limitation, any displays or activities of a variety involving, exhibiting or depicting sexual themes, nudity or lewd acts or lingerie modeling), or (5) a sexually oriented massage parlor

(b) Additional Prohibited Uses The following land uses, as defined in Sections 25-2-3 through 25-2-7 of the Code of the City of Austin, are prohibited

- (1) Agricultural Sales and Services
- (2) Bail Bond Services
- (3) Campground

- (4) Cocktail Lounge
- (5) Commercial Blood Plasma Center
- (6) Commercial Off-Street Parking
- (7) Convenience Storage
- (8) Drop-Off Recycling Collection Facility
- (9) Equipment Repair Services
- (10) Equipment Sales
- (11) Exterminating Services
- (12) Food Preparation
- (13) Hotel-Motel
- (14) Indoor Sports and Recreation
- (15) Kennels
- (16) Laundry Services (over 3,500 square feet)
- (17) Monument Retail Sales
- (18) Off-Site Accessory Parking
- (19) Outdoor Entertainment
- (20) Outdoor Sports and Recreation
- (21) Pawn Shop Services
- (22) Plant Nursery
- (23) Service Station
- (24) Vehicle Storage
- (25) Veterinary Services
- (26) Animal Production
- (27) Crop Production
- (28) Horticulture
- (29) Support Housing
- (30) Community Events
- (31) Congregate Living
- (32) Family Home
- (33) Group Home, Class I (General)
- (34) Group Home, Class I (Limited)
- (35) Group Home, Class II
- (36) Guidance Services
- (37) Hospital Services (General)
- (38) Hospital Services (Limited)
- (39) Residential Treatment
- (40) Telecommunication Tower
- (41) Transitional Housing
- (42) Transportation Terminal

(c) Noise The noise level of mechanical equipment may not exceed 70 decibels at any point on the boundary of the Property

(d) Limited Warehousing & Distribution Any business located on the Property that is used for "Limited Warehousing & Distribution" (as that term is defined in the Code of the City of Austin) purposes may operate only between the hours of 7 00 a.m. and 10 00

p m No exterior speakers (other than security devices used exclusively for security purposes) shall be located, used or placed on any portion of the Property used for 'Limited Warehousing & Distribution'

(e) Certain Medical Uses Restricted No business shall be established on the Property to perform an abortion and no abortion shall be performed on the Property unless it is necessary to save the life of the woman having the abortion or is otherwise required by law

(f) Restaurant Use Any business located on the Property that is used for "Restaurant (General)" or "Restaurant (Limited)" (as those terms are defined in the Code of the City of Austin) purposes must comply with the following provisions

(1) Refuse collection areas must be effectively designed to (i) contain all refuse generated on the restaurant site and deposited between collections, and (ii) be screened from public view. The refuse container must be covered and of a type that is customary for restaurants in the City of Austin, and

(2) No exterior speakers (other than security devices used exclusively for security purposes) shall be located, used or placed on any portion of the Property used for "Restaurant (General)" or "Restaurant (Limited)"

2 Breach Shall Not Permit Termination Notwithstanding anything to the contrary contained herein, no breach of this Restrictive Covenant shall entitle the Declarant or the owner of any portion of the Property to cancel, rescind or otherwise terminate this Declaration

3 General Provisions

(a) Inurement This Restrictive Covenant and the restrictions created hereby are binding upon the owners of all or any portion of the Property

(b) Amendment or Cancellation This Restrictive Covenant may be amended or terminated by recording, in the Official Public Records of Williamson County, Texas, an instrument executed and acknowledged by (i) the Declarant and (ii) the Benefited Party, or, if the Benefited Party no longer exists, seventy five percent (75%) of the owners of all property zoned or used as single family residential property and situated within 300 feet of the Property, as well as the seven (7) single family homes located along Rainbow Court, south of Eddystone Street and the eight (8) single family homes located along Parkland Drive, south of Eddystone Street

(c) Severability, Governing Law The provisions of this Restrictive Covenant shall be deemed independent and severable, and the invalidity or partial invalidity of any provision or portion hereof shall not affect the validity or enforceability of any other provision. This Restrictive Covenant and all rights and obligations created hereby shall be governed by the laws of the State of Texas. This Restrictive Covenant is performable in Williamson County, Texas

(d) Notices Any notice to any owner of the Property shall be in writing and given by delivering the same to such party in person, by expedited, private carrier services (such as Federal Express) or by sending the same by registered or certified mail, return receipt requested, with postage prepaid, to the intended recipient's last known mailing address. All notices under this Restrictive Covenant shall be deemed given, received, made or communicated on the date personal delivery is effected or, if mailed, on the delivery date or attempted delivery date shown on the return receipt.

(e) Enforcement The Benefited Party, acting alone, shall have the right to enforce, by a proceeding at law or in equity, all restrictions, conditions, and covenants imposed by the provisions of this Restrictive Covenant. Notwithstanding any provision in this Declaration to the contrary, the Benefited Party may, by written instrument, assign, in whole or in part, any of its privileges, exemptions, rights and duties under this Declaration to one or more homeowners associations created for the purpose of administering the affairs of the Benefited Tract (or any portion thereof).

EXECUTED to be effective the ____ day of _____, 2006

DECLARANT

FURROWS NORTH PROPERTIES, LTD., a Texas limited partnership

By **501 W. 15th, Inc.**, a Texas corporation, its General Partner

By _____
Name _____
Title _____

BENEFITED PARTY

NEIGHBORHOOD ASSOCIATION OF
SOUTHWESTERN WILLIAMSON COUNTY

By _____
Name _____
Title _____

THE STATE OF TEXAS §
 §
COUNTY OF _____ §

This instrument was acknowledged before me on the ____ day of _____, 2006
by _____ of 501 W 15th, Inc, a Texas corporation, general
partner of Furrows North Properties, Ltd, a Texas limited partnership, on behalf of said
corporation and limited partnership

Notary Public, State of Texas

THE STATE OF TEXAS §
 §
COUNTY OF _____ §

This instrument was acknowledged before me on the ____ day of _____, 2006
by _____ of Neighborhood Association of Southwestern
Williamson County, on behalf of said association

Notary Public, State of Texas

AFTER RECORDING RETURN TO

Lynn Ann Carley
Armbrust & Brown, I L P
100 Congress Avenue, Suite 1300
Austin, Texas 78701

EXHIBIT A

HOLT CARSON, INC

1904 FORTVIEW ROAD
AUSTIN, TX 78704
TELEPHONE (512) 442-0990
FACSIMILE (512) 442-1084

August 24, 2006

FIELD NOTE DESCRIPTION OF 24,600 SQUARE FEET OF LAND PROPOSED FOR ZONING CHANGE OUT OF THE ELISHA ALLEN SURVEY ABSTRACT NO 18 IN WILLIAMSON COUNTY, TEXAS, AND BEING A PORTION OF THAT CERTAIN (6 963 ACRE) TRACT CONVEYED TO FURROWS NORTH PROPERTIES, LTD BY DEED RECORDED IN DOCUMENT No 2002055772 OF THE OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS

BEGINNING FOR REFERENCE at a 60 D nail found at the base of a fence corner post at the most Northerly corner of that certain (6 963 acre) tract of land as conveyed to Furrows North Properties Ltd by deed recorded in Document No 2002055772 of the Official Records of Williamson County, Texas, and being an angle corner of Lot 30, Jolly Oaks, a subdivision in Williamson County, Texas, according to the map or plat thereof recorded in Cabinet B Slide 386 of the Plat Records of Williamson County, Texas, and being the most Westerly corner of Lot 2, Block A, Williamson County Fire District No 1 Subdivision, a subdivision in Williamson County, Texas, according to the map or plat thereof recorded in Cabinet K Slide 33 of the Plat Records of Williamson County, Texas,

THENCE crossing the interior of said Furrows North tract, S 39 deg 59' E 134 8 ft to a calculated point at the most northerly corner of a 1 story metal building ("1st building") and being the most northerly corner and **PLACE OF BEGINNING** of the herein described tract of land,

THENCE S 48 deg 29' E 425 5 ft to a calculated point at the most easterly corner of a second 1 story metal building ("2nd building"), and being the most easterly corner of this tract, and from which a iron rod found with plastic cap marked "Carson and Bush Professional Surveyors" in the North right-of-way line of Anderson Mill Road at the southeast corner of said Furrows North tract bears S 59 deg 18' E 107 1 ft ,

THENCE along the southeasterly wall of the 2nd building, S 41 deg 41' W 60 5 ft to a calculated point at the most southerly corner of said 2nd building, and being the most southerly corner of this tract,

THENCE continuing along the walls of said 2nd building the following three courses

- 1) N 48 deg 19' W 1 0 ft to a calculated point,
- 2) N 41 deg 41' E 5 0 ft to a calculated point,
- 3) N 48 deg 27' W 223 8 ft to a calculated point on the southeasterly wall of the 1st building, and being an angle point of this tract

24,600 square feet for zoning change

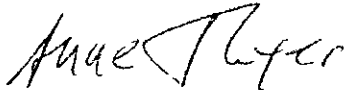
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THENCE along the walls of said 1^s building, the following five courses

- 1) S 41 deg 33' W 5 0 ft to a calculated point,
- 2) N 48 deg 27' W 208 1 ft to a calculated point at the most westerly corner of said 1^s building,
- 3) N 41 deg 33' E 7 6 ft to a calculated point,
- 4) S 48 deg 29' E 7 5 ft to a calculated point,
- 5) N 41 deg 33' E 52 6 ft to the Place of Beginning, containing 24,600 square feet of land

PREPARED August 24, 2006

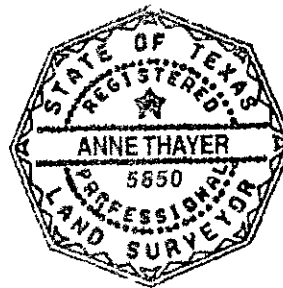
BY



Anne Thayer

Registered Professional Land Surveyor No 5850

see sketch C667011



SKETCH TO ACCOMPANY FIELD NOTES TO
 24,600 SQUARE FEET PROPOSED FOR ZONING CHANGE
 OUT OF THE ELISHA ALLEN SURVEY ABSTRACT No. 18
 IN WILLIAMSON COUNTY, TEXAS, AND BEING A PORTION
 OF THAT CERTAIN (6.963 ACRE) TRACT OF LAND CONVEYED
 TO FURROWS NORTH PROPERTIES, LTD. BY DEED
 RECORDED IN DOCUMENT No. 2002055772 OF THE
 OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS

Legend

- ⊙ 1/2 Iron Rod Found
- ▲ 60 D Nail Found
- Calculated Point
- ⊙ 1/2 Iron Rod Found with Plastic Cap Marked
Carson and Bush Professional Surveyors
- ⊙ Chiseled "X" Found
- POR- Point of Reference
- POB- Point of Beginning



PREPARED August 24, 2006

BY *Anne Thayer*

Anne Thayer
 Registered Professional Land Surveyor No. 5850

HOLT CARSON INC.

1904 FORTVIEW ROAD AUSTIN, TX 78704

(512) 442-0990

POND SPRINGS ROAD (100')

N48°27'38"W 321.57'

S70°15'51"W 704.45'

ANDERSON MILL ROAD
 (ROW varies)

C667011

SCALE 1" = 100'

