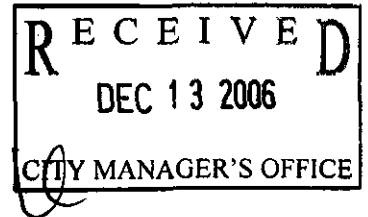




AMENDMENT OF RESTRICTIVE COVENANT
FOR
ZONING CASE NO. C14R-84-443



Owner: Nana's Kids, Ltd., a Texas limited partnership

Address: P.O. Box 27335, Austin, Texas 78755

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.

WHEREAS, Burnet Road Land Joint Venture, a Texas joint venture, as owner of all that certain property described in Zoning File No. C14R-84-443, consisting of a 9.38 acre tract of land out of the Francisco Garcia Survey, in Travis County (the "Original Property"), as more particularly described in the restrictive covenant recorded in the Real Property Records of Travis County, Texas, in Volume 10704, Page 1149, (the "Restrictive Covenant"), imposed certain restrictions and covenants on the Original 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 of the City of Austin, and (b) by the owner(s) of the property at the time of such modification, amendment or termination.

WHEREAS, Nana's Kids, Ltd, a Texas limited partnership, is the current owner (the "Current Owner") of a portion of the Original Property, located at 3107 Oak Creek Drive and described in the attached Exhibit "A" as a 7.654 acre tract of land out of the Francisco Garcia Survey, Abstract No. 60, Travis County, (the "Oak Creek Property"), on the date of this Amendment of Restrictive Covenant (the "Amendment") and desires to amend the Restrictive Covenant as to the Oak Creek Property.

WHEREAS, the City Council and the Current 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 Current Owner agree as follows:

1. Paragraph No. 1 is deleted in its entirety and the following is substituted in its place.

11-16-06
61

Subject to site plan approval vehicular access between the Oak Creek Property and Oak Creek Drive shall be by a limited function driveway that allows ingress through a one-way entrance drive and egress through a one-way right-turn out movement only drive. The driveway shall be constructed with a median or other type of separation between the ingress and egress drives.


2. 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.
3. The City Manager, or her designee, shall execute, on behalf of the City, this Amendment of Restrictive Covenant for Zoning File No. C14R-84-443, as authorized by the City Council of the City of Austin. The Amendment of Restrictive Covenant shall be filed in the Official Public Records of Travis County, Texas.

EXECUTED this the 8th day of November, 2006.

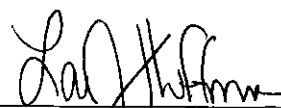
CURRENT OWNER:

**Nana's Kids, Ltd.,
a Texas limited partnership**

By: RealTrust Services, Inc.,
a Texas corporation,
its sole General Partner

By: 
S. Thurman Blackburn, III,
President

CITY OF AUSTIN:

By: 
Laura J. Huffman,
Assistant City Manager,
City of Austin

THE STATE OF TEXAS

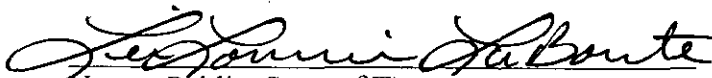
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COUNTY OF TRAVIS

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This instrument was acknowledged before me on this the 8th day of November, 2006, by S. Thurman Blackburn, President of RealTrust Services, Inc., a Texas corporation, General Partner, on behalf of Nana's Kids, Ltd., a Texas limited partnership.


Notary Public, State of Texas



THE STATE OF TEXAS

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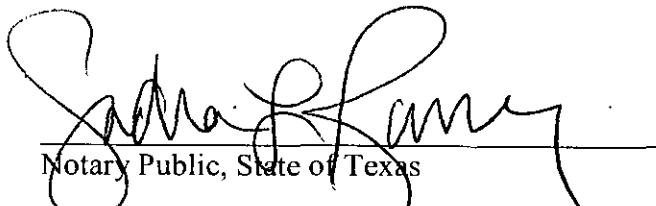
COUNTY OF TRAVIS

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This instrument was acknowledged before me on this the 17 day of November, 2006, by Laura J. Huffman, as Assistant City Manager of the City of Austin, a municipal corporation, on behalf of said municipal corporation.




Notary Public, State of Texas

FIELD NOTES

DESCRIPTION OF A 7.654 ACRE TRACT LOCATED IN THE FRANCISCO GARCIA SURVEY, ABSTRACT NUMBER 60, TRAVIS COUNTY, TEXAS. SAID 7.654 ACRE TRACT BEING A PORTION OF LOT 1, NORTH FORK CROSSING SECTION 1, A SUBDIVISION OF RECORD IN BOOK 83 PAGE 87D-88A, PLAT RECORDS TRAVIS COUNTY, TEXAS. SAID 7.654 ACRE TRACT, AS SHOWN ON THE ACCOMPANYING PLAT, BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a ½-inch iron rod found in the south right-of-way (ROW) line of Oak Creek Drive, same being the northeast corner that 5.876 acre tract conveyed to Lillie and Paula Huber and recorded in Document Number 2000083385, Official Public Records, Travis County, Texas, same being the northwest corner of said Lot 1, and also being the northwest corner of this tract and the **POINT OF BEGINNING**;

THENCE continuing with said ROW line and the north line of said Lot 1 S65°43'41"E a distance of 275.03 feet to a Texas Department of Transportation (TXDOT) brass disk found for the northwest corner of a 6.653 acre tract described in a deed to the Texas Turnpike Authority and recorded in Document Number 2002176478, Official Public Records, Travis County, Texas, from which a TXDOT brass disk found bears S65°43'41"E a distance of 57.75 feet;

THENCE with the west and north lines of the said 6.653 acre tract the following (5) five courses and distances;

1. S14°15'01"W a distance of 392.06 feet to a TXDOT brass disk found,
2. N75°46'38"W a distance of 330.15 feet to a TXDOT brass disk found,
3. S01°42'50"W a distance of 633.29 feet to a TXDOT brass disk found,
4. S00°13'38"W a distance of 359.08 feet to a TXDOT brass disk found, and
5. S70°52'05"E a distance of 142.59 feet to a TXDOT brass disk found in the east line of said Lot 1, same being the west line of that tract of land conveyed to the City of Austin (COA) and recorded in Volume 9837 Page 414, Real Property Records, Travis County, Texas;

THENCE with the west line of the said COA tract, same being the east line of said Lot 1, with the arc of a curve to the right, a distance of 332.15 feet through a central angle of 10°13'53", having a radius of 1860.08 feet, and whose chord bears S27°50'17"W a distance of 331.71 feet to a 1/2-inch iron rod found at the south corner of said Lot 1, same being an east corner of that called 33.098 acre tract described in a deed to Saginaw Partners, Ltd. and recorded in Volume 11863 Page 1797 Real Property Records, Travis County, Texas;

THENCE continuing with the east line of said Saginaw Partners tract and the west line of said Lot 1 the following (7) seven courses and distances;


1. N30°19'34"W a distance of 180.59 feet to the centerline of a manhole cover,
2. N26°19'11"W a distance of 198.36 feet to the centerline of a manhole cover,
3. N07°21'05"E a distance of 293.80 feet to the centerline of a manhole cover,
4. N32°34'04"E a distance of 125.59 feet to the centerline of a manhole cover,
5. N10°57'50"E a distance of 182.75 feet to the centerline of a manhole cover,
6. N11°27'10"W a distance of 163.52 feet to a ½-inch iron rod with 'Delta Survey' cap set, and
7. N00°20'31"W a distance of 42.59 feet to a ½-inch iron rod with 'Delta Survey' cap set, for the northeast corner of said Saginaw Partners tract, same being the southeast corner of said 5.876 acre Huber tract;

THENCE continuing with the east line of said Huber tract and the west line of said Lot 1 the following (3) three courses and distances;

1. N00°20'31"W a distance of 289.59 feet to the centerline of a manhole cover,
2. N47°03'20"E a distance of 289.32 feet to the centerline of a manhole cover, and
3. N25°18'41"E a distance of 159.53 feet to the **POINT OF BEGINNING** and containing 7.654 acres of land, more or less.

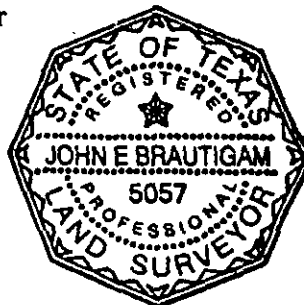
BEARING BASIS: Texas State Plane Coordinate System, Central Zone, NAD83/HARN

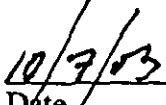
I, John E Brautigam hereby certify that the foregoing description represents an on-the-ground survey performed under my direction and supervision during September 2003, and is true and correct to the best of my knowledge and belief.



John E Brautigam
Registered Professional Land Surveyor
No. 5057 - State of Texas

Delta Survey Group, Inc.
8213 Brodie Lane, Suite 102
Austin, Texas 78745





Date

AFTER RECORDING RETURN TO:

City of Austin Law Department
P.O. Box 1088
Austin, Texas 78767
Attn: Diana Minter, Paralegal

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.

FILED AND RECORDED

OFFICIAL PUBLIC RECORDS

Dana DeBeauvoir

2006 Nov 29 03:21 PM 2006228998

BENAVIDESV \$36.00

DANA DEBEAUVOIR COUNTY CLERK

TRAVIS COUNTY TEXAS