



Zoning
CITY OF AUSTIN
RECOMMENDATION FOR COUNCIL ACTION

AGENDA ITEM NO.: Z-1
AGENDA DATE: Thu 07/28/2005
PAGE: 1 of 1

SUBJECT: C14-04-0114 - Keesee Tract - Conduct a public hearing and approve an ordinance amending Chapter 25-2 of the Austin City Code by zoning and rezoning property locally known as 10900-10915 Block of South IH-35 Service Road Northbound (Onion Creek Watershed) from interim-rural residence (I-RR) district zoning and multi-family residence low density-conditional overlay (MF-2-CO) combining district zoning to community commercial-mixed use-conditional overlay (GR-MU-CO) combining district zoning for Tract One and general commercial services-mixed use-conditional overlay (CS-MU-CO) combining district zoning for Tract Two. Zoning and Platting Commission Recommendation: To grant community commercial-mixed use-conditional overlay (GR-MU-CO) combining district zoning for Tract One and general commercial services-mixed use-conditional overlay (CS-MU-CO) combining district zoning for Tract Two, with conditions. Applicant: Keesee Partners, Ltd. (Jerry Keesee). Agent: Richard H. Crank, ASLA (Richard H. Crank). City Staff: Wendy Walsh, 974-7719.

REQUESTING Neighborhood Planning
DEPARTMENT: and Zoning

DIRECTOR'S
AUTHORIZATION: Greg Guernsey

ZONING CHANGE REVIEW SHEET

CASE: C14-04-0114

Z.P.C. DATE: January 18, 2005
March 1, 2005

ADDRESS: 10900 – 10915 Block of South I-35 Service Road Northbound

OWNER: Keesee Partners, Ltd. (Jerry Keesee)

AGENT: Richard H. Crank, ASLA
(Richard H. Crank)

ZONING FROM: I-RR; MF-2-CO

TO: GR-MU-CO for Tract One;
CS-MU-CO for Tract Two

AREA: Tract One: 8.141 acres; Tract Two: 4.678 acres

TOTAL: 12.802 acres

SUMMARY STAFF RECOMMENDATION:

The staff's recommendation is to grant community commercial – mixed use – conditional overlay (GR-MU-CO) combining district zoning for Tract One and general commercial services – mixed use – conditional overlay (CS-MU-CO) combining district zoning for Tract Two, with conditions.

On Tract One (GR-MU-CO), the Conditional Overlay prohibits: 1) loading facilities within 50 feet of the common boundary between the subject property and the adjacent single family residential area; 2) the following uses: automotive rentals; bail bond services; counseling services; custom manufacturing; drop-off recycling collection facility; exterminating services; guidance services; indoor entertainment; outdoor entertainment; outdoor sports and recreation; pawn shop services; theater; residential treatment; and urban farm.

On Tract Two (CS-MU-CO), the Conditional Overlay prohibits: the following uses: agricultural sales and services; automotive rentals; bail bond services; campground; commercial blood plasma center; counseling services; custom manufacturing; drop-off recycling collection facility; equipment repair services; equipment sales; exterminating services; guidance services; indoor entertainment; kennels; maintenance and service facilities; monument retail sales; outdoor entertainment; outdoor sports and recreation; pawn shop services; residential treatment; theater; transitional housing; transportation terminal; urban farm; vehicle storage and veterinary services.

The Restrictive Covenant: 1) includes all recommendations listed in the Traffic Impact Analysis memorandum, dated June 22, 2005, as provided in Attachment A.

ZONING & PLATTING COMMISSION RECOMMENDATION:

January 18, 2005: *APPROVED A POSTPONEMENT REQUEST BY THE STAFF TO 3-1-05.*
[J.GOHIL; J.DONISI – 2ND] (7-0) M. W.HAWTHORNE; J.MARTINEZ – ABSENT

March 1, 2005: *APPROVED STAFF'S RECOMMENDATION OF GR-MU-CO DISTRICT ZONING FOR TRACT ONE AND CS-MU-CO DISTRICT ZONING FOR TRACT TWO, WITH CONDITIONS. ZAP REQUESTED AND APPLICANT DID NOT OPPOSE ADDING AUTO REPAIR SERVICES, AUTO SALES AND AUTO WASHING (OF ANY TYPE) AS CONDITIONAL USES ON TRACTS ONE AND TWO; BY CONSENT.*

[J. MARTINEZ; J. GOHIL 2ND] (8-0) K. JACKSON – ABSENT

ISSUES:

The Onion Creek Homeowners Association has provided a letter of support for the proposed rezoning which is attached towards the back of the packet. A Rezoning Summary as submitted by the Applicant is attached towards the back of the staff packet. A proposed Private Restrictive Covenant is also attached and details additional land use limitations and site development requirements.

DEPARTMENT COMMENTS:

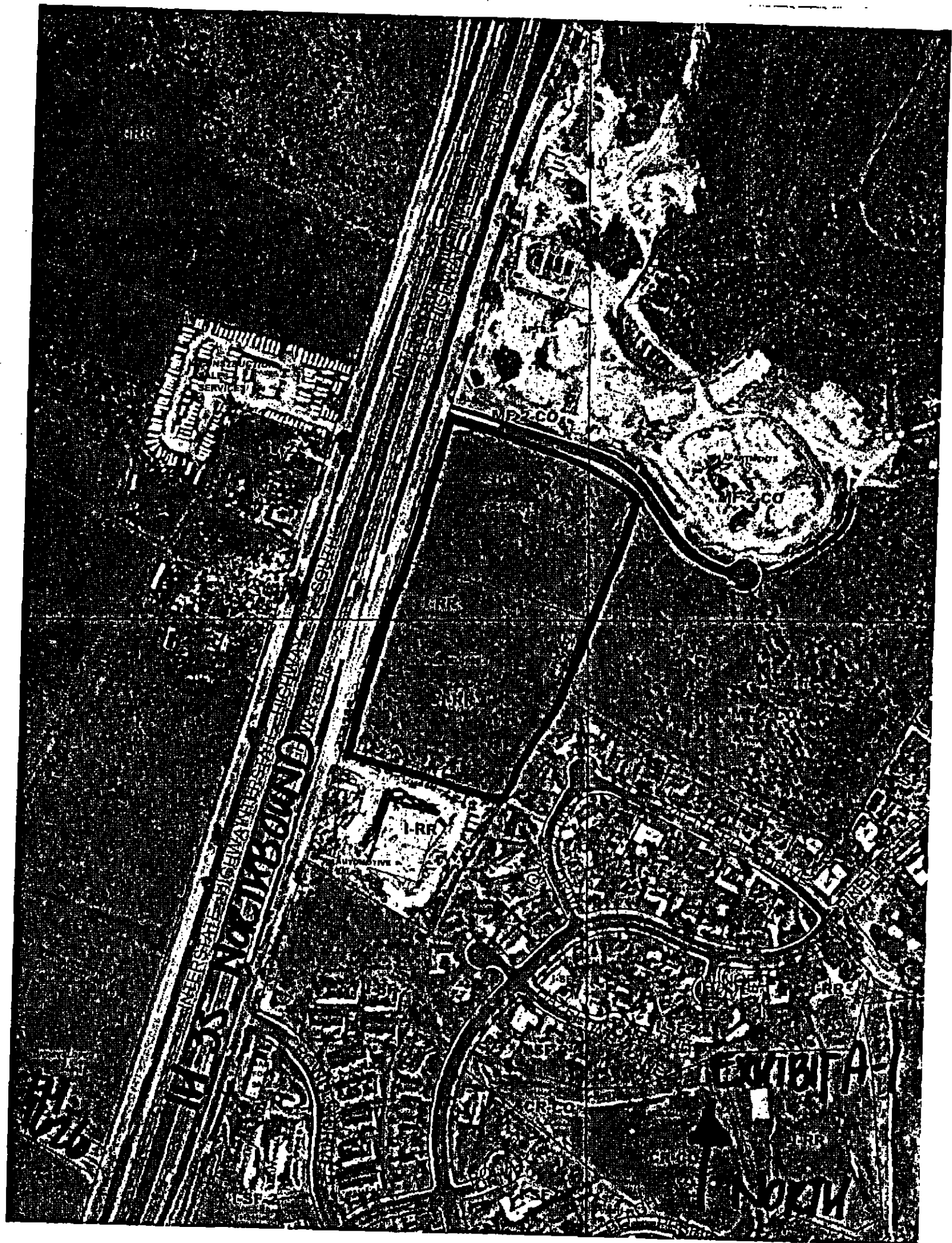
The subject property consists of undeveloped land and carries interim-rural residence (I-RR) district zoning for the southern eight acres, approximately, and MF-2-CO district zoning for the northern five acres. The property has access to the northbound IH-35 frontage road, a highway. The property borders on an apartment development to the north (MF-2-CO by way of a 2000-2001 zoning case), commercial and office uses to the south, and borders on the Onion Creek subdivision consisting of single family residences, duplexes and townhouses to the east and southeast. Please refer to Exhibits A (Zoning Map) and A-1 (Aerial View).

The applicant proposes to rezone the property in two tracts for a proposed retail development consisting of:

- 55,000 square feet of specialty retail center;
- 2,400 square feet of fast food restaurant without drive-through window;
- 3,750 square feet of fast food restaurant with drive-through window;
- 5,500 square feet of high turnover restaurant;
- a ten service bay tire store; and
- a four window drive-in bank.

The proposed mixed-use (MU) component of the zoning would allow for the integration of residential uses such as townhomes and condominiums within the commercial development, thereby enhancing flexibility. The applicant and the Onion Creek Homeowners Association have had on-going discussions regarding the development of this property and have agreed to prohibit a number of uses on both tracts, and these have been incorporated into the Staff Recommendation.

Staff recommends the applicant's request for GR-MU-CO district zoning for Tract One and CS-MU-CO district zoning for Tract Two based upon the following: 1) Tract One is compatible with the adjacent apartments to the north and incorporates additional buffering from the single family residences to the east, and Tract Two is more limited in size, situated adjacent to an automotive use and away from residential uses; 2) the conditional overlay for both tracts prohibits more intensive GR and CS uses, and is comparable with that approved for other CS-CO zoned properties in the vicinity (Double Creek Village to the west); 3) its frontage on the northbound IH-35 frontage road, a freeway, and, 4) intersection improvements as outlined in the Traffic Impact Analysis.





Date: June 22, 2005
To: Wendy Walsh, Case Manager
CC: Rashed Islam, P.E. WHM Transportation Engineering
Carol Kaml, COA Fiscal Officer
Reference: Keesee Tract TIA C14-04-0114

The Transportation Review Section has reviewed the Traffic Impact Analysis for the Keesee Tract, dated July 2004, prepared by Rashed Islam, P.E., WHM Transportation Engineering, and offers the following comments:

TRIP GENERATION

The Keesee Tract is a 12.819-acre development located on the east frontage road of IH-35 in south Austin just north of the intersection of Boca Raton and IH-35.

The property is currently undeveloped and zoned Interim Rural Residence (I-RR). The applicant has requested a zoning change to Commercial Services – Mixed Use with a conditional overlay (CS-MU-CO) and Community Commercial – Mixed Use with a conditional overlay (GR-MU-CO). The estimated completion of the project is expected in the year 2006.

Based on the standard trip generation rates established by the Institute of Transportation Engineers (ITE), the development will generate approximately 9,870 unadjusted average daily trips (ADT).

The table below shows the adjusted trip generation by land use for the proposed development:

Table 1. Trip Generation				
LAND USE	Size	ADT	AM Peak	PM Peak
Specialty Retail Center	55,000	1,329	21	84
Fast Food Restaurant with out Drive Thru	2,400	781	48	28
Fast Food Restaurant with Drive Thru	3,750	845	86	56
High Turn Over Restaurant	5,500	699	26	30
Tire Store	10 bays	227	15	23
Drive-In Bank	4 windows	785	46	122
Total		4,666	242	343

ATTACHMENT A

ASSUMPTIONS

1. Traffic growth rates provided by the City of Austin were as follows:

Table 2. Growth Rates per Year	
Roadway Segment	%
All Roads	5%

2. In addition to these growth rates, background traffic volumes for 2004 included estimated traffic volumes for the following projects:

Double Creek Village	C14-03-0053
Slaughter Lane at Brandt Road	C14-02-0120.SH
Slaughter Lane at South I-35	C14-03-0066/SP-03-0283C
St Albans Expansion	SP-02-0115D
Onion Creek Office Park	SP-03-0140D
Onion Creek Section 100	SP-02-0041D
Fairfield at Slaughter	SP-01-0044C
Terrace at Onion Creek	SP-02-0005D
Parkside at Slaughter Lane	C8J-02-0198
Brandt Road Industrial Park	C8J-03-0046
Slaughter Creek Subdivision	C8-01-0178.0A

3. Reductions were taken for pass-by for the following uses:

Table 3. Summary of Pass-By and Internal Capture Reductions		
Land Use	Pass-By Reductions %	
	AM	PM
Specialty Retail Center	34	34
Fast Food Restaurant with out Drive Thru	49	49
Fast Food Restaurant with Drive Thru	49	49
High Turn Over Restaurant	43	43
Tire Store	38	38
Drive-In Bank	47	47

4. A 10% reduction was taken for internal capture.
5. No reductions were taken for transit use.

EXISTING AND PLANNED ROADWAYS

IH 35 – This roadway is classified as a six-lane freeway. The traffic volumes for year 2000 on IH 35 near Slaughter Lane were 115,000 vehicles per day (vpd). The Austin Metropolitan Area Transportation Plan classifies IH 35 as an eight-lane freeway with HOV lanes between William Cannon Drive and Slaughter Lane and as an eight-lane freeway between Slaughter Lane and FM 1626 in 2025. This roadway is in the Bicycle Plan as a priority 2 route.

FM 1626 – This roadway is classified as a 2 lane undivided major arterial with traffic volumes of 8,500vpd in 2002. A portion of this roadway is planned to be widened as part of the Double Creek Village Phase II TIA. This roadway is classified as a Priority 2 route in the Bicycle Plan.

Brandt Road – This roadway is classified as a 2 lane collector. In 1997 the traffic volumes were 310vpd.

INTERSECTION LEVEL OF SERVICE (LOS)

The TIA analyzed 7 intersections, 3 of which are or will be signalized. Existing and projected levels of service are as follows, assuming that all improvements recommended in the TIA are built:

Table 4. Level of Service				
Intersection	2003 Existing		2006 Site + Forecasted	
	AM	PM	AM	PM
IH-35 EFR and Slaughter Creek Overpass*	A	A	C	B
IH-35 WFR and Slaughter Creek Overpass*	A	A	B	C
IH-35 WFR and FM 1626	A	A	A	A
IH-35 EFR and Brandt Lane	A	A	D	D
Driveway A and IH-35 EFR	A	A	A	A
Driveway B and IH-35 EFR			A	A
Driveway C and IH-35 EFR	A	A	A	A

* = SIGNAL

RECOMMENDATIONS

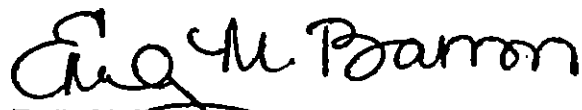
- 1) Prior to 3rd reading at City Council, fiscal is required to be posted for the following improvements:

Intersection	Improvements	Total Cost	Pro Rata Share %	Pro Rata Share \$
FM 1626 and IH-35	Restripe the southbound approach to provide 1 through lane and 1 right turn lane	\$57,835	7.0%	\$4,048
Slaughter Creek Overpass and IH-35	Restripe the southbound approach to provide 1 left turn lane and 1 through/right shared lane	\$4,952	8.2%	\$408
TOTAL				\$4,456

Cost Estimates provided by Rashed Islam, P.E. on April 27, 2005.

- 2) Driveway alignment and minimum widths are recommended as stated in the TIA.
- 3) Two copies of the final TIA are required to be submitted prior to 3rd Reading at City Council.
- 4) Final approval from DPWT ~ Signals and TXDOT is required prior to 1st Reading.
- 5) Development of this property should be limited to uses and intensities which will not exceed or vary from the projected traffic conditions assumed in the TIA, including peak hour trip generations, traffic distribution, roadway conditions, and other traffic related characteristics.

If you have any questions or require additional information, please contact me at 974-2788.



Emily M. Barron
Sr. Planner - Transportation Review Staff
Watershed Protection and Development Review

SUMMARY STAFF RECOMMENDATION:

The staff's recommendation is to grant community commercial – mixed use – conditional overlay (GR-MU-CO) combining district zoning for Tract One and general commercial services – mixed use – conditional overlay (CS-MU-CO) combining district zoning for Tract Two, with conditions.

On Tract One (GR-MU-CO), the Conditional Overlay prohibits: 1) loading facilities within 50 feet of the common boundary between the subject property and the adjacent single family residential area; 2) the following uses: automotive rentals; bail bond services; counseling services; custom manufacturing; drop-off recycling collection facility; exterminating services; guidance services; indoor entertainment; outdoor entertainment; outdoor sports and recreation; pawn shop services; theater; residential treatment; and urban farm.

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The Restrictive Covenant: 1) includes all recommendations listed in the Traffic Impact Analysis memorandum, dated June 22, 2005, as provided in Attachment A.

BACKGROUND

The subject property consists of undeveloped land and carries interim-rural residence (I-RR) district zoning for the southern eight acres, approximately, and MF-2-CO district zoning for the northern five acres. The property has access to the northbound IH-35 frontage road, a highway. The property borders on an apartment development to the north (MF-2-CO by way of a 2000-2001 zoning case), commercial and office uses to the south, and borders on the Onion Creek subdivision consisting of single family residences, duplexes and townhouses to the east and southeast.

The applicant proposes to rezone the property in two tracts for a proposed retail development consisting of:

- 55,000 square feet of specialty retail center;
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- a four window drive-in bank.

The mixed-use (MU) component of the zoning allows for the integration of residential uses such as townhomes and condominiums within the commercial development, thereby enhancing flexibility. The applicant and the Onion Creek Homeowners Association have had on-going discussions regarding the development of this property and have agreed to prohibit a number of uses on both tracts, and these have been incorporated into the Staff Recommendation.

Staff recommends the applicant's request for GR-MU-CO district zoning for Tract One and CS-MU-CO district zoning for Tract Two based upon the following: 1) Tract One is compatible with the

adjacent apartments to the north and incorporates additional buffering from the single family residences to the east, and Tract Two is more limited in size, situated adjacent to an automotive use and away from residential uses; 2) the conditional overlay for both tracts prohibits more intensive GR and CS uses, and is comparable with that approved for other CS-CO zoned properties in the vicinity (Double Creek Village to the west); 3) its frontage on the northbound IH-35 frontage road, a freeway, and, 4) intersection improvements as outlined in the Traffic Impact Analysis.

BASIS FOR LAND USE RECOMMENDATION (ZONING PRINCIPLES)

1. The proposed zoning should be consistent with the purpose statement of the district sought.

CS, Commercial Services, zoning is intended for commercial or industrial uses that typically have operating characteristics or traffic service requirements generally incompatible with residential environments.

GR, Community Commercial district is intended for office and commercial uses serving neighborhood and community needs, including both unified shopping centers and individually developed commercial sites, and typically requiring locations accessible from major trafficways.

The MU, Mixed-Use district is intended to allow for office, retail, commercial and residential uses to be combined in a single development.

The property has access to the IH-35 frontage road, a freeway and is in proximity to other commercial, office and residential uses.

2. Zoning changes should promote an orderly and compatible relationship among land uses.

Staff recommends the applicant's request for GR-MU-CO district zoning for Tract One and CS-MU-CO district zoning for Tract Two based upon the following: 1) Tract One is compatible with the adjacent apartments to the north and incorporates additional buffering from the single family residences to the east, and Tract Two is more limited in size, situated adjacent to an automotive use and away from residential uses; 2) the conditional overlay for both tracts prohibits more intensive GR and CS uses, and is comparable with that approved for other CS-CO zoned properties in the vicinity (Double Creek Village to the west); 3) its frontage on the northbound IH-35 frontage road, a freeway, and, 4) intersection improvements as outlined in the Traffic Impact Analysis.

EXISTING CONDITIONS

Site Characteristics

The property is undeveloped. The site is relatively flat and there appear to be no significant topographical constraints on the site.

Impervious Cover

The maximum impervious cover allowed by the GR-MU-CO and CS-MU-CO zoning districts would be 80%, which is based on the more restrictive watershed regulations.

Environmental

The site is not located over the Edward's Aquifer Recharge Zone. The site is in the Onion Creek Watershed of the Colorado River Basin, which is classified as a Suburban Watershed by Chapter 25-8 of the City's Land Development Code. Under current watershed regulations, development or redevelopment on this site will be subject to the following impervious cover limits:

<i>Development Classification</i>	<i>% of Net Site Area</i>	<i>% with Transfers</i>
Single-Family (minimum lot size 5750 sq. ft.)	50%	60%
Other Single-Family or Duplex	55%	60%
Multifamily	60%	70%
Commercial	80%	90%

In the Water Quality Transition Zones, impervious cover is limited to 30%.

According to flood plain maps, there is no flood plain in, or within close proximity of, the project location.

Standard landscaping and tree protection will be required in accordance with LDC 25-2 and 25-8 for all development and/or redevelopment.

At this time, site specific information is unavailable regarding existing trees and other vegetation, areas of steep slope, or other environmental features such as bluffs, springs, canyon rimrock, caves, sinkholes, and wetlands.

Under current watershed regulations, development or redevelopment on this site will be subject to the following water quality control requirements:

Structural controls: Sedimentation and filtration basins with increased capture volume and 2 year detention.

At this time, no information has been provided as to whether this property has any pre-existing approvals which preempt current water quality or Code requirements.

TPSD Right-of-Way

The scope of this review is limited to the identification of needs for dedication and/or reservation of right-of-way for funded Capital Improvement Program (C.I.P.) Roadway Construction Projects and Transportation Systems Management (T.S.M.) Projects planned for implementation by the City of Austin. No aspect of the proposed project is being considered or approved with this review other than the need for right-of-way for City projects. There are separate right-of-way dedication and reservation requirements enforced by other Departments and other jurisdictions to secure right-of-way for roadway improvements contained in the Austin Metropolitan Area Roadway Plan, roadway projects funded by County and State agencies, and for dedication in accordance with the functional classification of the roadway.

We have reviewed the proposed zoning case and anticipate no additional requirement for right-of-way dedication or reservation for funded C.I.P. or T.S.M. projects at this location.

Transportation

A traffic impact analysis is required and has been received. Additional right-of-way, participation in roadway improvements, or limitations on development intensity may be recommended based on review of the TIA. [LDC, Sec. 25-6-142]. Comments are provided in Attachment A.

Water and Wastewater

The landowner intends to serve the site with City water and wastewater utilities. Water and wastewater utility improvements, offsite main extension and system upgrades are required. The landowner will be responsible for all costs and providing.

In order to obtain City water and wastewater utility service, the landowner must obtain City approval of a Service extension Request. For more information pertaining to the process and submittal requirements, contact Phillip Jaeger, Austin Water Utility, 625 East 10th Street, 5th Floor Waller Creek Center. The Austin Water Utility reserves the right to make additional comments and to establish other requirements with the Service Extension Request.

The water and wastewater utility system serving this site must be in accordance with the City of Austin utility design criteria and specification. The utility plan must be reviewed approved by the Austin Water Utility. The utility construction must be inspected by the City.

The landowner must pay tap and impact fee once the landowner makes an application of a City of Austin water and wastewater utility tap permit. Also, the landowner must pay all associated City utility plan review and utility construction inspection fees.

Compatibility Standards

The site is subject to compatibility standards. Along a portion of the east property line, the following standards apply:

- No structure may be built within 25 feet of the property line used as SF-2.
- No structure in excess of two stories or 30 feet in height may be constructed within 50 feet of the property line.
- No structure in excess of three stories or 40 feet in height may be constructed within 100 feet of the property line.
- For a structure more than 100 feet but not more than 300 feet from property zoned SF-5 or more restrictive, 40 feet plus one foot for each 10 feet of distance in excess of 100 feet from the property zoned/used SF-5 or more restrictive (also, along the south and west).
- No parking or driveways are allowed within 25 feet of the property line.
- In addition, a fence, berm, or dense vegetation must be provided to screen adjoining properties from views of parking, mechanical equipment, storage, and refuse collection.

Additional design regulations will be enforced at the time a site plan is submitted.

**KEESEE PROPERTY
REZONING INFORMATION SUMMARY
Prepared February 15, 2005**

Description and Background

This 12.82 acre parcel is located on the east side of IH-35S just south of the Slaughter Creek Overpass. The property is a portion of a larger 88 acre tract which was zoned I-RR when the applicant requested annexation several years ago. Approximately 81 acres was rezoned MF-CO, to allow for a two phase multi-family development, and the remaining 7 acres has been marketed for commercial use. The north phase of the multi-family project has been developed, however, market conditions have kept the south phase from being constructed. Therefore, the applicant would like to rezone the frontage portion of the undeveloped MF-CO property and the remaining I-RR property for commercial use, but retain the flexibility for multi-family residential use if the south phase of the multi-family project goes forward.

The property has approximately 1,025' of frontage along IH-35S, but an average depth of only 560'. A portion of the property abuts the undeveloped MF-2-CO property to the east, which the applicant still owns, and a portion abuts a single family residential area to the east, which is part of the Onion Creek development. There is a Harley Davidson dealership immediately adjacent to the south, and various additional commercial uses farther to the south along the frontage road. Immediately to the north is the previously mentioned multi-family project, and further north is vacant land and various commercial uses along the frontage road, including a Home Depot and a U-Haul convenience storage facility.

The frontage portion of this property is similar to other frontage property along IH-35S, including the frontage portion of the Double Creek Village property that is located on the west side of IH-35S, and that was recently rezoned to CS-CO (C14-03-0053). The applicant also recognizes that a portion of this property differs from other IH-35S frontage property, in that it abuts a single family residential area. In order to address the concerns of the area residents, the applicant and applicant's agent have had ongoing and cooperative correspondence with representatives of the Onion Creek Homeowners Association (OCHA), since September 1999. As part of that effort, the applicant has approached the rezoning of the property as if the frontage portion is consistent with the commercial zoning and land use patterns along IH-35S, and that the rear portion adjacent to the single family area is in some ways a transition property, even though it is also close to the expressway.

Proposed Zoning

After extensive and constructive discussions with the OCHA, and pre-application review by COA NP&Z staff, the applicant is requesting GR-MU-CO zoning for the 8.14 acres that are adjacent to the single family development to the east, referred to as Tract One. CS-MU-CO zoning is requested for the 250' deep 4.68 acre parcel that is adjacent to the

RICHARD H. CRANK, ASLA

IH-35S northbound frontage road, referred to as Tract Two. The MU combining district is requested to allow for market and site plan flexibility, if the previously mentioned south phase of the undeveloped multi-family project, which is currently under contract, is developed.

The proposed Conditional Overlay will include the following two conditions:

1) The applicant is prohibiting the following uses:

Tract One-

Automotive Rentals
Bail Bond Services
Drop-Off Recycling Collection Facility
Exterminating Services
Indoor Entertainment
Outdoor Entertainment
Outdoor Sports and Recreation
Pawn Shop Services
Theater
Custom Manufacturing
Counseling Services
Guidance Services
Residential Treatment
Telecommunication Tower-1
Urban Farm

Tract Two-

All of the uses prohibited in Tract One and the following CS uses:

Agricultural Sales and Services
Campground
Commercial Blood Plasma Center
Equipment Repair Services
Equipment Sales
Kennels
Monument Retail Sales
Vehicle Storage
Veterinary Services
Maintenance and Service Facilities
Transitional Housing
Transportation Terminal

2) Loading facilities are prohibited within 50' of the common boundary between the subject property and the adjacent single family residential area.

Private Restrictive Covenant

In addition to the conditions to be included within the zoning ordinance, the applicant and the OCHA have agreed to a private Restrictive Covenant, a copy of which is included with this summary. The parties have agreed that the Restrictive Covenant will be executed prior to third reading, and recorded concurrent with the approval of the zoning ordinance. The Restrictive Covenant identifies the first 200' of property adjacent to the common boundary with the single family property, as the "Transition Property", and the balance of the property as the "Frontage Property". There are uses allowed within the Frontage Property, such as Automotive Washing and Hotel-Motel, which are prohibited within the Transition Property.

In addition to the prohibited uses, the Restrictive Covenant also includes additional land use restrictions to allow for some specific uses within certain COA use definitions, while prohibiting most others. For example, only equipment rentals or sales within an enclosed structure, is allowed within Construction Sales and Services; and Automotive Washing is only permitted as an accessory use to a service station.

In addition to the use restrictions, the Restrictive Covenant also includes site development restrictions that will address setbacks, screening, building height, building design, lighting, noise, and hours of operation. For example, Hotel-Motel use is only allowed on a certain portion of the property, and has height restrictions and architectural requirements. Warehousing use must be within an enclosed structure, limited in area to 50,000 sq. ft., and the loading docks are prohibited within 300' of the common boundary with the single family property.

RESTRICTIVE COVENANT

Date: July 7, 2005

Owner: Keesee Partners, Ltd. a Texas limited partnership.

Consideration: Ten and No/100 Dollars (\$10.00) and other good and valuable consideration paid by Onion Creek Homeowners Association, Inc., a Texas non-profit corporation (hereinafter the "Association") to the Owner, the receipt and sufficiency of which is acknowledged.

Property: Tract 1: That certain 10.269 acres of land in Travis County, Texas (sometimes referred to herein as the "Frontage Property"), more particularly described by metes and bounds in Exhibit "A" which is attached hereto and made a part hereof.

Tract 2: That certain 2.550 acres of land in Travis County, Texas (sometimes referred to herein as the "Transition Property"), more particularly described by metes and bounds in Exhibit "B" which is attached hereto and made a part hereof.

The Frontage Property and the Transition Property collectively comprise the "Property".

WHEREAS, the Owner of the Property and the Association have agreed that the Property should be impressed with certain covenants and restrictions for the benefit and better development of the Property, and as a condition of obtaining the Association's support for the rezoning and development of the Property which is desired by Owner;

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 be recorded in the Official Public Records of Travis County, Texas, shall run with the land, and shall be binding on the Owner of the Property, its successors and assigns.

1. **Definitions.**

A. The various types of land uses described in this Restrictive Covenant shall have the meanings given to them by Title 25 of the Austin City Code as of the date hereof.

B. Measurements of heights, setbacks, floor areas, or other areas or distances as set forth in this Restrictive Covenant shall be made in the manner defined by Title 25 of the Austin City Code as of the date hereof, unless otherwise expressly stated to the contrary herein.

C. The common boundary line between the Property and Lots 9, 10, 11 and 12 of Onion Creek Section 3, according to the plat thereof recorded at Volume 75, Page 381 of the Travis County Plat Records, is referred to in this Restrictive Covenant as the "Onion Creek/Property Boundary".

2. **Frontage Property Restrictions.** Tract 1, the Frontage Property, shall be subject to the covenants and restrictions set forth in this Paragraph 2

A. Prohibited Land Uses. The following types of land uses are prohibited on the Frontage Property:

- 1) Agricultural Sales and Services
- 2) Automotive Rentals
- 3) Bail Bond Services
- 4) Campground
- 5) Commercial Blood Plasma Center
- 6) Counseling Services
- 7) Custom Manufacturing
- 8) Drop-Off Recycling Collection Facility
- 9) Equipment Repair Services
- 10) Equipment Sales
- 11) Exterminating Services
- 12) Guidance Services
- 13) Indoor Entertainment
- 14) Kennels
- 15) Maintenance and Service Facilities
- 16) Monument Retail Sales
- 17) Outdoor Entertainment
- 18) Outdoor Sports and Recreation
- 19) Pawn Shop Services
- 20) Residential Treatment
- 21) Telecommunication Tower
- 22) Theater
- 23) Transitional Housing
- 24) Transportation Terminal
- 25) Urban Farm
- 26) Vehicle Storage
- 27) Veterinary Services

B. Additional Land Use Limitations and Site Development Requirements. The following limitations and requirements shall also apply to the Frontage Property:

- 1) Self service and coin operated Laundry Services are prohibited.
- 2) Stand alone Automotive Washing uses which are not accessory to a Service Station use are prohibited.
- 3) For Hotel-Motel uses (a) all buildings must be located within three hundred fifty (350) feet of the northerly property line of the Frontage Property; (b) all buildings located within four hundred fifty (450) feet of the Onion Creek/Property Boundary shall be limited to three (3) stories in height; (c) exterior building façades, except for roofs, windows and doors, shall be constructed with a minimum of 98% masonry (which may include brick, stone, stucco or EIFS); and (d) roofs shall be pitched to provide a more residential character, and shall be constructed of metal or tile.

- 4) A labor pool facility or operation is prohibited.
- 5) All uses permitted under Construction Sales and Services are prohibited except for tool and equipment rental or sales, with a minimum of 80% of the display and storage area to be within an enclosed structure.
- 6) Warehousing use shall be within an enclosed structure, and limited to a maximum cumulative floor area of 50,000 square feet. Exterior building facades, except for roofs, windows and doors, shall be constructed with a minimum of 98% masonry (which may include decorative concrete block, concrete tilt wall, brick, stone, stucco or EIFS). Loading docks are prohibited within three hundred (300) feet of the Onion Creek/Property Boundary, must be oriented away from it, and cannot be used for loading and unloading activities between the hours of 8:00 p.m. and 8:00 a.m. Moving and storage businesses are prohibited.
- 7) Auto Repair Services shall be limited to one (1) facility. For Auto Repair Services uses, (a) exterior building facades, except for roofs, windows and doors, shall be constructed with a minimum of 90% masonry (which may include decorative concrete block, concrete tilt wall, brick, stone, stucco or EIFS); and (b) except for within an enclosed structure, storage of vehicles for more than seven (7) consecutive days is prohibited.
- 8) In all parking and vehicular circulation areas, the maximum height of pole mounted light fixtures is limited to thirty-five (35) feet above finished grade. All pole mounted light fixtures shall be shielded downward and away from the Onion Creek/Property Boundary.
- 9) Wall mounted and canopy lighting for non-residential development, when such lighting is located within four hundred (400) feet of and oriented toward the Onion Creek/Property Boundary, shall be "cut off" fixtures which are hooded or shielded downward and away from the Onion Creek/Property Boundary. These lighting fixtures shall be mounted at a maximum height of twenty (20) feet above finished grade, and high output light sources are prohibited.

3. **Transition Property Restrictions.** Tract 2, the Transition Property, shall be subject to the covenants and restrictions set forth in this Paragraph 3.

A. **Prohibited Land Uses.** The following types of land uses are prohibited on the Transition Property:

- 1) Agricultural Sales and Services
- 2) Automotive Repair Services
- 3) Automotive Rentals
- 4) Automotive Washing
- 5) Bail Bond Services
- 6) Campground

- 7) Commercial Blood Plasma Center
- 8) Counseling Services
- 9) Custom Manufacturing
- 10) Drop-Off Recycling Collection Facility
- 11) Equipment Repair Services
- 12) Equipment Sales
- 13) Exterminating Services
- 14) Guidance Services
- 15) Hotel-Motel
- 16) Indoor Entertainment
- 17) Kennels
- 18) Limited Warehousing and Distribution
- 19) Maintenance and Service Facilities
- 20) Monument Retail Sales
- 21) Outdoor Entertainment
- 22) Outdoor Sports and Recreation
- 23) Pawn Shop Services
- 24) Residential Treatment
- 25) Restaurant (Drive-In, Fast Food)
- 26) Service Station
- 27) Telecommunication Tower
- 28) Theater
- 29) Transitional Housing
- 30) Transportation Terminal
- 31) Urban Farm
- 32) Vehicle Storage
- 33) Veterinary Services

B. Additional Land Use Limitations and Site Development Requirements. The following limitations shall also apply to the Transition Property:

- 1) Self service or coin operated Laundry Services are prohibited.
- 2) A labor pool facility or operation is prohibited.
- 3) Except for personal fitness facilities, Convenience Storage facilities and electronic uses such as automatic teller machines, all 24-hour uses are prohibited.
- 4) Convenience Storage uses (a) must be multi-story in height and the loading entry cannot be oriented toward the Onion Creek/Property Boundary; (b) the exterior building facades, except for roofs, windows and doors, shall be constructed with a minimum of 98% masonry (which may include brick, stone, decorative concrete block, stucco or EIFS); and (c) roofs shall be pitched to provide a more residential character, and shall be constructed of metal or tile.

- 5) All uses permitted under Construction Sales and Services are prohibited except for equipment rental or sales within an enclosed structure.
- 6) Manufacturing uses are allowed only within an enclosed structure.
- 7) A minimum eighty-five (85) foot building setback shall be required from the Onion Creek/Property Boundary.
- 8) Designated loading spaces and frequent loading and unloading of any nature are prohibited within eighty-five (85) feet of the Onion Creek/Property Boundary.
- 9) Building height shall be restricted to three (3) stories or forty (40) feet. Building height shall be measured in the same manner as prescribed by the Austin City Code.
- 10) In all parking and vehicular circulation areas, the height of pole mounted light fixtures is limited to twenty (20) feet above finished grade. No pole mounted light fixtures are allowed within fifty (50) feet of the Onion Creek/Property Boundary. All pole mounted light fixtures shall be shielded downward and away from the Onion Creek/Property Boundary.
- 11) Wall mounted and canopy lighting for non-residential development, when such lighting is oriented toward the Onion Creek/Property Boundary, shall be "cut off" fixtures which are hooded or shielded downward and away from the Onion Creek/Property Boundary. These lighting fixtures shall be mounted at a maximum height of fifteen (15) feet above finished grade, and high output light sources are prohibited.

4. **Restrictions Generally Applicable to the Property.**

A. **Vegetative Buffer.** The existing trees greater than two (2) caliper inches and the existing shrubs greater than four (4) feet in height, which are located in the area within twenty-five (25) feet of the Onion Creek/Property Boundary (hereinafter the "Vegetative Buffer"), shall not be disturbed unless necessary to accommodate the installation of utilities or drainage improvements in the Vegetative Buffer which may be required as a condition of governmental permitting. In the event that any of the said existing trees or shrubs within the Vegetative Buffer are removed for any reason or purpose, they shall be replaced at a density similar to that which is existing at the time of removal, with an approximately equal combination of the following species: trees shall be at least two (2) caliper inch Live Oak, Texas Ash, Yaupon Holly, and Vitex; and shrubs shall be at least five (5) gallon container Primrose Jasmine and Southern Wax Myrtle, or substitute species approved in writing by the Association. At such time as any structures or paving are developed within Tract 2 (the Transition Property), additional trees and shrubs shall be planted within the Vegetative Buffer as necessary to provide a minimum of one (1) tree per twenty-five (25) linear feet, and one (1) shrub per ten (10) linear feet, including existing trees and shrubs in good condition. All existing and newly planted trees and shrubs within the Vegetative Buffer shall be continuously maintained by the Owner(s) of the portion of the Property adjacent to the Vegetative Buffer.

B. Compatibility Standards. In the event that residential property which is adjacent to the Property and located within the area of the Association is disannexed from the City of Austin, the compatibility standards set forth in Chapter 25-2 of the Austin City Code as of the date of disannexation will still apply, to the extent that they would have been applicable prior to disannexation.

C. Signage. Freestanding signs shall be limited to thirty (30) feet in height.

D. Dumpsters. Dumpster pick up is prohibited between the hours of 8:00 p.m. and 8:00 a.m.

E. Noise Levels. Noise levels emanating from non-residential uses on the Property will not exceed seventy (70) decibels DNL at the Onion Creek/Property Boundary. Provided, this restriction shall not apply to construction activities, or to typical periodic building or landscaping maintenance, or to isolated sounds associated with customer parking and vehicular traffic. Provided further, neither construction activities, nor outdoor building or landscaping maintenance, shall be conducted between the hours of 7:00 p.m. and 7:00 a.m., except when reasonably necessitated by emergency circumstances, extraordinary weather or other extraordinary natural conditions.

F. Temporary Construction Easements. If any Owner of the Property who is required to perform the obligations described above with regard to the Vegetative Buffer is not the Owner of the portion of the Property where such obligations must be performed, the Owner who must perform such obligations shall have the license and temporary construction easement to enter upon the parts of the Property that are not owned by such Owner, as reasonably necessary to perform such obligations.

5. If any person or entity shall violate or attempt to violate this agreement and Restrictive Covenant, it shall be lawful for the Association, or its successor organization(s), 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. In addition, the owners of Lots 9, 10, 11 and 12 of Onion Creek Section 3, their heirs, successors and assigns, shall be deemed third party beneficiaries of this Restrictive Covenant and shall have the enforcement rights described above.

6. If any part of this agreement or Restrictive Covenant shall be declared invalid, by judgment or court order, the same shall in no way affect any of the other provisions hereof, and such remaining portion of this agreement shall remain in full effect.

7. This agreement and Restrictive Covenant may be modified, amended, or terminated only by joint action of both (a) the Board of Directors of the Association, or of such other organization as may succeed the Association, and (b) the Owner(s) of at least 75% of the Property at the time of such modification, amendment or termination.

8. To the extent that this Restrictive Covenant is inconsistent with the terms of that certain Declaration of Restrictive Covenants previously executed by Owner and the Association, and recorded at Document No. 2001025815 of the Official Public Records of Travis County, Texas, this Restrictive Covenant shall govern.

When the context requires, singular nouns and pronouns include the plural.

EXECUTED this 7th day of July, 2005.

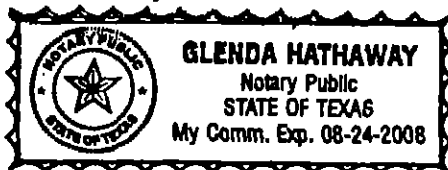
KEESEE PARTNERS, LTD.,
a Texas limited partnership

By: Keesee GP, Inc., a Texas corporation,
as general partner

By: Jerry D. Keesee
Name: Jerry D. Keesee
Title: President

STATE OF TEXAS
COUNTY OF TRAVIS

This instrument was acknowledged before me on July 7, 2005 by
Jerry D. Keesee, the President of Keesee GP, Inc., a Texas
corporation, acting as general partner of Keesee Partners, Ltd., a Texas limited partnership, on behalf
of said limited partnership.



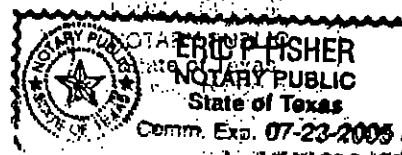
Glenda Hathaway
Notary Public - State of Texas

AGREED AND ACCEPTED:

Onion Creek Homeowners Association, Inc.,
a Texas non-profit corporation

By: John J. Webb
Name: John McWebb
Its: President

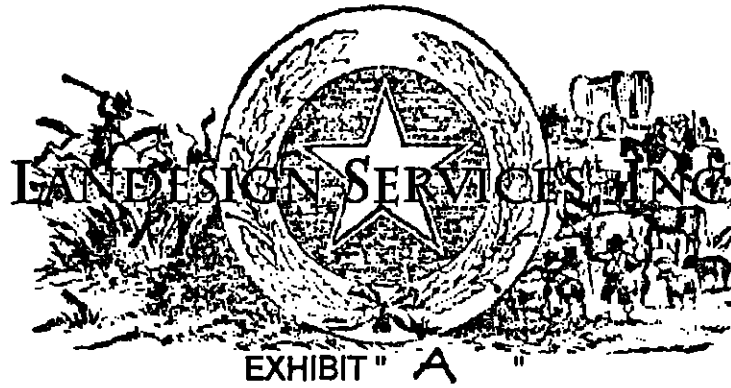
Date: 13 July 2005



THE STATE OF TEXAS
COUNTY OF TRAVIS

This instrument was acknowledged before me on 13 July, 2005, by
John McWebb, President of the Onion Creek Homeowners
Association, Inc., a Texas non-profit corporation, on behalf of said corporation.

Eric Fisher
Notary Public - State of Texas



**METES AND BOUNDS DESCRIPTION
TRACT 1
(RESTRICTIVE COVENANTS)**

BEING 10.269 ACRES OF LAND OUT OF THE SANTIAGO DEL VALLE GRANT IN TRAVIS COUNTY, TEXAS, AND BEING A PART OF THE REMAINDER OF EXHIBIT A-1, CONTAINING 91.0980 ACRES OF LAND, CONVEYED BY JERRY DON KEESEE TO KEESEE PARTNERS, LTD., IN GENERAL WARRANTY DEED RECORDED IN DOCUMENT NO. 1999128474 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a calculated point in the east right of way line of Interstate Highway No. 35 for the southwest corner of said 91.0980 acre tract and the northwest corner of Lot 2, Block A, ONION CREEK No. 10, according to the map or plat thereof recorded in Volume 97, Page 6 of the Plat Records of Travis County, Texas;

THENCE North $18^{\circ}25'00''$ East along said east right of way line of Interstate Highway No. 35 and the west line of said 91.0980 acre tract a distance of 1015.07 feet to a calculated point for the southwest corner of Lot 1, Block A, KEESEE ADDITION SECTION 1 according to the map or plat thereof recorded in Document No. 200100252 of the Official Public Records of Travis County, Texas.

THENCE along the south line of said Lot 1, Block A, KEESEE ADDITION SECTION 1 the following two courses:

- 1) South $71^{\circ}35'00''$ East a distance of 443.56 feet to a calculated point at the point of curvature of a curve to the right;
- 2) with said curve having a radius of 260.00 feet, a delta angle of $27^{\circ}48'19''$, a length of 126.18 feet and a chord which bears South $57^{\circ}40'50''$ East a distance of 124.94 feet to a calculated point,

THENCE crossing the remainder of said 91.0980 acre tract the following four courses:

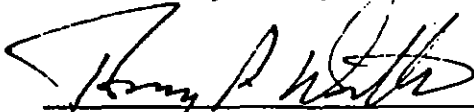
- 1) South $18^{\circ}25'00''$ West, parallel with the west line of said 91.0980 acre tract, a distance of 385.59 feet to a calculated point;

- 2) South 19°34'08" West a distance of 49.61 feet to a calculated point;
- 3) North 60°52'45" West a distance of 166.35 feet to a calculated point;
- 4) South 29°07'15" West a distance of 591.09 feet to a calculated point in the south line of the remainder of said 91.0980 acre tract and the north line of said Lot 2, Block A, ONION CREEK No. 10, from which a 1/2 inch iron rod found in the north line of said Lot 1, Block A, ONION CREEK No. 10, and for the southwest corner of Exhibit A-2, containing 0.0711 of one acre, conveyed by Jerry Don Keesee to Keesee Partners, LTD., in General Warranty Deed recorded in Document No. 1999128474 of the Official Public Records of Travis County, Texas, bears South 71°34'22" East a distance of 199.75 feet;

THENCE North 71°34'22" West along the north line of said Lot 1, Block A, ONION CREEK No. 10 and the south line of the remainder of said 91.0980 acre tract a distance of 290.61 feet to the POINT OF BEGINNING.

This parcel contains 10.269 acres of land, more or less, out of the Santiago Del Valle Grant, in Travis County, Texas. All bearings are based on Engineers Centerline for I.H. 35, from right of way deed described in Volume 1608, Page 222 of the Deed Records of Travis County, Texas. (North 18°25'00" East)

This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and is not to be used to convey or establish interest in real property except those rights and interest implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared.


Tommy P. Watkins 10/04/2004
Registered Professional Land Surveyor Date
State of Texas No. 4549

Project Number: 045-04-001

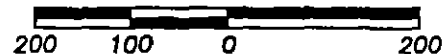
Attachments: Survey Drawing L:\KEESEE\DWGS\04500103.dwg

L:\Keesee\FNOTES\04500103T1.doc

Created on 09/30/2004

CURVE TABLE					
CURVE	RADIUS	LENGTH	DELTA	CHORD BRG	CHORD
G1	280.00'	128.18'	27°48'18"	S57°40'50"E	124.84'

SCALE IN FEET



NORTH

SANTIAGO DEL VALLE GRANT TRAVIS COUNTY, TEXAS

INTERSTATE HIGHWAY NO. 35

ENGINEERS CENTERLINE STATION (ECS)

(N18°25'00"E)

BEARING BASIS

R-O-W DEED

VOL. 1608, PG. 222

D.R.T.C.T.

edge pt.

N18°25'00"E 1015.07'

FRONTAGE ROAD

POINT OF BEGINNING

TRACT 1

ECS 1351+18.15,

150.00' LT.

ONION CREEK NO. 10
VOL. 97, PG. 6
P.R.T.C.T.
LOT 2, BLOCK A

TRACT 1
10.269 AC.

S29°07'15"W
591.09'

TRACT 2
2.550 AC.

N71°34'22"W
290.61'

N71°34'22"W
203.53'

189.75'

3.78'

353.32'

S29°07'15"W

12

11

13

14

KEESEE PARTNERS LTD.
EXHIBIT A-2
0.0711 AC.
DOC. 1999128474
O.P.R.T.C.T.

BALTUSROL DRIVE

KEESEE PARTNERS LTD.
EXHIBIT A-1
(REMAINDER OF 91.0980 AC.)
DOC. 1999128474
O.P.R.T.C.T.

80'

S71°35'00"E 443.56'

80' ACCESS ESMT.

C1

KEESEE ADDITION
DOC. 200100252
O.P.R.T.C.T.

ONION CREEK SECTION 3
VOL. 75, PG. 381
P.R.T.C.T.

LEGEND

- 1/2" REBAR FOUND
- CALCULATED POINT
- RECORD DEED INFO.
- P.R.T.C.T. PLAT RECORDS OF TRAVIS COUNTY, TEXAS
- D.R.T.C.T. DEED RECORDS OF TRAVIS COUNTY, TEXAS
- O.P.R.T.C.T. OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS

JOB NUMBER: 04504001 DRAWING NAME: 04500103

PROJECT NAME: KEESEE

DATE: 09/30/2004

SCALE: 1"=200'

DRAWING FILE PATH:
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FIELDNOTE FILE PATH:
L:\KEESEE\FNOTES

RPLS: TPW TECH: mp PARTYCHIEF: N/A

SHEET 03 of 03 FIELDBOOKS: N/A

CHK BY: jib

LANDESIGN SERVICES, INC.
LAND SURVEYING
117 W. 4th STREET
TAYLOR, TEXAS 76574
PHONE 512.352.8055
FAX 512.352.8807



**METES AND BOUNDS DESCRIPTION
TRACT 2
(RESTRICTIVE COVENANTS)**

BEING 2.550 ACRES OF LAND OUT OF THE SANTIAGO DEL VALLE GRANT IN TRAVIS COUNTY, TEXAS, BEING A PART OF THE REMAINDER OF EXHIBIT A-1, CONTAINING 91.0980 ACRES OF LAND, AND EXHIBIT A-2, CONTAINING 0.0711 OF ONE ACRE OF LAND, CONVEYED BY JERRY DON KEESEE TO KEESEE PARTNERS, LTD., IN GENERAL WARRANTY DEED RECORDED IN DOCUMENT NO. 1999128474 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a calculated point in the north line of Lot 2, Block A, UNION CREEK No. 10, according to the map or plat thereof recorded in Volume 97, Page 6 of the Plat Records of Travis County, Texas, and the south line of said 91.0980 acre tract from which the southwest corner of said 91.0980 acre tract, the northwest corner of said Lot 2, Block A, UNION CREEK No. 10, and in the east right of way line of Interstate Highway No. 35, bears North 71°34'22" West a distance of 290.61 feet;

THENCE crossing the remainder of said 91.0980 acre tract and said 0.0711 of one acre tract the following three courses:

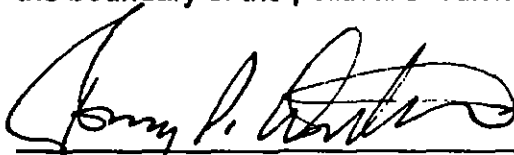
- 1) North 29°07'15" East a distance of 591.09 feet to a calculated point;
- 2) South 60°52'45" East a distance of 166.35 feet to a calculated point;
- 3) South 19°34'08" West passing the northwest corner of said 0.0711 of one acre tract at a distance of 199.94 feet and continuing for a total distance of 202.81 feet to a calculated point;

THENCE South 29°07'15" West, along the eastern most southerly line of said 0.0711 of one acre tract passing an angle corner of said 0.0711 of one acre tract and the northwest corner of Onion Creek Section 3, according to the map or plat thereof recorded in Volume 75, Page 381 of the Plat Records of Travis County, Texas at a distance of 2.18 feet and continuing for a total distance of 353.32 feet to a 1/2 iron rod found for the southern most southeast corner of said 0.0711 of one acre tract and the northeast corner of said Lot 2, Block A, UNION CREEK No. 10;

THENCE North 71°34'22" West along the north line of said Lot 2, Block A, UNION CREEK No. 10, the south line of said 0.0711 of one acre tract and the south line of the remainder of said 91.0980 acre tract, passing the southwest corner of said 0.0711 of one acre tract at a distance of 3.78 feet and continuing for a total distance of 203.53 feet to the POINT OF BEGINNING.

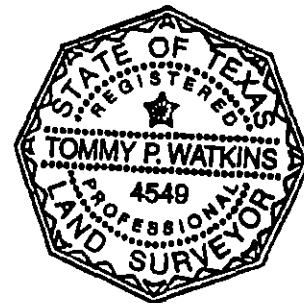
This parcel contains 2.550 acres of land, more or less, out of the Santiago Del Valle Grant, in Travis County, Texas. All bearings are based on Engineers Centerline for I.H. 35, from right of way deed described in Volume 1608, Page 222 of the Deed Records of Travis County, Texas. (North 18°25'00" East)

This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and is not to be used to convey or establish interest in real property except those rights and interest implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared.

 10/04/2004

Tommy P. Watkins
Registered Professional Land Surveyor
State of Texas No. 4549

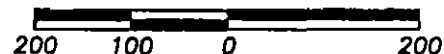
Date



Project Number: 045-04-001
Attachments: Survey Drawing L:\KEESEEDWGS\04500103.dwg
L:\Keesee\FNOTES\04500103T2.doc
Created on 09/30/2004

CURVE TABLE					
CURVE	RADIUS	LENGTH	DELTA	CHORD BRG	CHORD
C1	280.00'	128.18'	27°45'18"	S57°40'50"E	124.84'

SCALE IN FEET



NORTH

SANTIAGO DEL VALLE GRANT TRAVIS COUNTY, TEXAS

INTERSTATE HIGHWAY NO. 35

ENGINEERS CENTERLINE STATION (ECS)

(N18°25'00"E)

BEARING BASIS

R-O-W DEED

VOL. 1608, PG. 222

D.R.T.C.T.

N18°25'00"E 1015.07'

FRONTAGE ROAD

ONION CREEK NO. 10
VOL. 97, PG. 6
P.R.T.C.T.
LOT 2, BLOCK A

N71°34'22"W
290.61'

N71°34'22"W
203.53'

POINT OF BEGINNING
TRACT 2

N29°07'15"E
591.09'

TRACT 1
10.269 AC.

TRACT 2
2.550 AC.

S71°35'00"E 443.56'

80' ACCESS ESMT.

KEESEE ADDITION
DOC. 200100252
O.P.R.T.C.T.

KEESEE PARTNERS LTD.
EXHIBIT A-2
0.0711 AC.
DOC. 1999128474
O.P.R.T.C.T.

ONION CREEK SECTION 3
VOL. 75, PG. 381
P.R.T.C.T.

LEGEND

- 1/2" REBAR FOUND
- CALCULATED POINT
- RECORD DEED INFO.
- P.R.T.C.T. PLAT RECORDS OF TRAVIS COUNTY, TEXAS
- D.R.T.C.T. DEED RECORDS OF TRAVIS COUNTY, TEXAS
- O.P.R.T.C.T. OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS

JOB NUMBER: 04504001 DRAWING NAME: 04500103

PROJECT NAME: KEESEE

DATE: 09/30/2004

SCALE: 1"=200'

DRAWING FILE PATH:
L:\KEESEE\DWGS

FIELDNOTE FILE PATH:
L:\KEESEE\FNOTES

RPLS: TPW TECH: mp PARTYCHIEF: N/A

SHEET 03 of 03 FIELDBOOKS: N/A

CHK BY: jlb

LANDESIGN SERVICES, INC.
LAND SURVEYING
117 W. 4th STREET
TAYLOR, TEXAS 76574
PHONE 512.352.8055
FAX 512.352.8807

ONION CREEK

HOMEOWNERS ASSOCIATION

10816 Crown Colony, Suite 205

Austin, Texas 78747

Tel: 512.280.8110

Fax: 512.280.8162

February 24, 2005

Ms Wendy Walsh
Neighborhood Planning & Zoning Department
City of Austin
PO Box 1088
Austin, Texas 78767-8835

Re: Case No. C14-04-0114 (Keesee Partners, Ltd.)

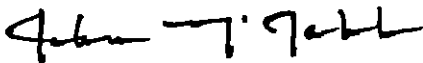
Dear Ms Walsh:

On behalf of the HOA, we support the zoning application referenced above. Mr Keesee and his agent Richard Crank graciously took the initiative to meet with us and subsequently worked closely with our representatives to agree prohibited uses and a restrictive covenant associated with this property.

We are also very grateful to Mr Keesee for his thoughtful consideration of our requests and his willingness to be such a good neighbor.

Please don't hesitate to contact us if there are any questions, and you can reach me anytime by calling 636-4499.

Sincerely,



John McNabb
President

Cc: Richard Crank

ORDINANCE NO. _____

AN ORDINANCE ESTABLISHING INITIAL PERMANENT ZONING FOR THE PROPERTY LOCATED AT THE 10900-10915 BLOCK OF SOUTH IH-35 SERVICE ROAD NORTHBOUND, REZONING AND CHANGING THE ZONING MAP FROM INTERIM RURAL RESIDENCE (I-RR) DISTRICT AND MULTIFAMILY RESIDENCE LOW DENSITY-CONDITIONAL OVERLAY (MF-2-CO) COMBINING DISTRICT TO COMMUNITY COMMERCIAL-MIXED USE-CONDITIONAL OVERLAY (GR-MU-CO) COMBINING DISTRICT FOR TRACT ONE AND GENERAL COMMERCIAL SERVICES-MIXED USE-CONDITIONAL OVERLAY (CS-MU-CO) COMBINING DISTRICT FOR TRACT TWO.

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

PART 1. The zoning map established by Section 25-2-191 of the City Code is amended to change the base districts on the property described in Zoning Case No. C14-04-0114, on file at the Neighborhood Planning and Zoning Department, as follows:

Tract One: From interim rural residence (I-RR) district and multifamily residence low density-conditional overlay (MF-2-CO) combining district to community commercial-mixed use-conditional overlay (GR-MU-CO) combining district.

An 8.141 acre tract of land, more or less, out of the Santiago Del Valle Grant in Travis County, the tract of land being more particularly described by metes and bounds in Exhibit "A" incorporated into this ordinance; and

Tract Two: From interim rural residence (I-RR) district and multifamily residence low density-conditional overlay (MF-2-CO) combining district to general commercial services-mixed use-conditional overlay (CS-MU-CO) combining district.

A 4.678 acre tract of land, more or less, out of the Santiago Del Valle Grant in Travis County, the tract of land being more particularly described by metes and bounds in Exhibit "B" incorporated into this ordinance, (the "Property")

locally known as the property located at the 10900-10915 block of south IH-35 service road northbound, in the City of Austin, Travis County, Texas, and generally identified in the map attached as Exhibit "C".

PART 2. The Property within the boundaries of the conditional overlay combining district established by this ordinance is subject to the following conditions:

1. A loading facility on Tract One is prohibited within 50 feet of the east property line adjacent to an existing single family residential area.

2. The following uses are prohibited uses of Tract One:

Automotive rentals	Bail bond services
Counseling services	Custom manufacturing
Drop-off recycling collection facility	Exterminating services
Guidance services	Indoor entertainment
Outdoor entertainment	Outdoor sports and recreation
Pawn shop services	Theater
Residential treatment	Urban farm

3. The following uses are prohibited uses of Tract Two:

Agricultural sales and services	Automotive rentals
Bail bond services	Campground
Commercial blood plasma center	Counseling services
Custom manufacturing	Drop-off recycling collection facility
Equipment repair services	Equipment sales
Exterminating services	Guidance services
Indoor entertainment	Kennels
Maintenance and service facilities	Monument retail sales
Outdoor entertainment	Outdoor sports and recreation
Pawn shop services	Theater
Residential treatment	Urban farm
Transitional housing	Transportation terminal
Vehicle storage	Veterinary services

4. The following uses are conditional uses of Tract One and Tract Two:

Automotive sales	Automotive repair services
Automotive washing (of any kind)	

Except as specifically restricted under this ordinance, the Property may be developed and used in accordance with the regulations established for the respective base districts and other applicable requirements of the City Code.

1 **PART 3.** This ordinance takes effect on _____, 2005.

2
3
4 **PASSED AND APPROVED**

5
6 §
7 §
8 §

_____ , 2005

9 Will Wynn
10 Mayor

11
12
13 **APPROVED:**

ATTEST:

14 David Allan Smith
15 City Attorney

Shirley A. Brown
City Clerk



C14-04-0114
TRACT ONE
GR-MU-CO

**METES AND BOUNDS DESCRIPTION
TRACT ONE
(CITY OF AUSTIN ZONING)**

BEING 8.141 ACRES OF LAND OUT OF THE SANTIAGO DEL VALLE GRANT IN TRAVIS COUNTY, TEXAS, AND BEING A PART OF THE REMAINDER OF EXHIBIT A, CONTAINING 91.0980 ACRES OF LAND, CONVEYED BY JERRY DON KEESEE TO KEESEE PARTNERS, LTD., IN GENERAL WARRANTY DEED RECORDED IN DOCUMENT NO. 1999128474 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS, AND BEING PART OF EXHIBIT A-2, A 0.0711 ACRE TRACT CONVEYED TO KEESEE PARTNERS LTD. OF RECORD IN DOCUMENT NUMBER 1999128474 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a calculated point in the east right of way line of Interstate Highway No. 35 and the west line of said 91.0980 acre tract from which the southwest corner of said 91.0980 acre tract and the northwest corner of Lot 2, Block A, ONION CREEK No. 10, according to the map or plat thereof recorded in Volume 97, Page 6 of the Plat Records of Travis County, Texas, bears, South 18°25'00" West a distance of 815.07 feet;

THENCE North 18°25'00" East along said east right of way line of Interstate Highway No. 35 and the west line of said 91.0980 acre tract a distance of 200.00 feet to a calculated point for the southwest corner of Lot 1, Block A, KEESEE ADDITION SECTION 1 according to the map or plat thereof recorded in Document No. 200100252 of the Official Public Records of Travis County, Texas,

THENCE along the south line of said Lot 1, Block A, KEESEE ADDITION SECTION 1 the following two (2) courses:

- 1) South 71°35'00" East a distance of 443.56 feet to a calculated point at the point of curvature of a curve to the right;
- 2) with said curve having a radius of 260.00 feet, a delta angle of 27°48'23", a length of 126.18 feet and a chord which bears South 57°40'48" East a distance of 124.95 feet to a calculated point,

THENCE crossing the remainder of said 91.0980 acre tract the following two courses:

- 1) South 18°25'00" West, parallel with the west line of said 91.0980 acre tract, a distance of 385.59 feet to a iron rod found;
- 2) South 19°34'12" West a distance of 249.56 feet to a iron rod found for an angle corner in the south line of said 91.0980 acre tract and the northern most corner of said 0.0711 acre tract;

THENCE South 23°41'55" West crossing said 0.0711 acre tract a distance of 5.03 feet to an iron rod found and northwest corner of Onion Creek Section 3, according to the map or plat thereof recorded in Volume 75, Page 381 of the Plat Records of Travis County;

THENCE South 29°07'14" West along the eastern most southerly line of said 0.0711 acre tract and the east line of said Onion Creek Section 3 a distance of 351.15' to a calculated point for the southern most southeast corner of said 0.0711 acre tract and the northeast corner of said Lot 2, Block A, Onion Creek No. 10;

THENCE North 71°34'22" West along the north line of said Lot 2, Block A, ONION CREEK No. 10 and the south line of said 91.0980 acre tract a distance of 244.14 feet to a calculated point;

THENCE crossing the remainder of said 91.0980 acre tract the following two courses:

- 1) North 18°25'00" East, parallel with the east line of said 91.0980 acre tract, a distance of 815.12 feet to a calculated point;
- 2) North 71°35'00" West, perpendicular to the east line of said 91.0980 acre tract, a distance of 250.00 feet to the POINT OF BEGINNING.

This parcel contains 8.141 acres of land, more or less, out of the Santiago Del Valle Grant, in Travis County, Texas. All bearings are based on Engineers Centerline for I.H. 35, from right of way deed described in Volume, Page of the Deed Records of Travis County, Texas. (North 18°25'00" East)

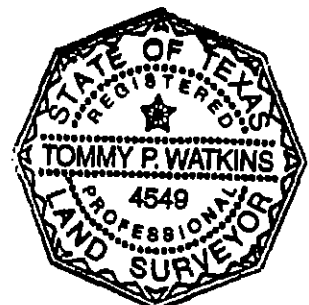
This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and in not to be used to convey or establish interest in real property except those rights and interest implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared


Tommy P. Watkins
Registered Professional Land Surveyor
State of Texas No. 4549

Date

03/18/2005

Project Number: 045-04-001
Attachments: Survey Drawing L:\KEESE\DWGS\04500101.dwg
L:\Keesee\FNOTES\04500101T1.doc
Created on 03/18/2005



CURVE TABLE					
CURVE	RADIUS	LENGTH	DELTA	CHORD BRG	CHORD
C1	280.00'	128.18'	27°45'23"	S57°40'48"E	124.85'

NUMBER	DIRECTION	DISTANCE
L1	S23°41'55"W	5.03'

SCALE IN FEET

200 100 0 200

NORTH

INTERSTATE HIGHWAY NO. 35

ENGINEERS CENTERLINE (ECS)

N18°25'00"E

BEARING BASIS
R-O-W DEED
VOL. 1808, PG. 222
D.R.T.C.T.

edge ptmt.

N18°25'00"E

FRONTAGE ROAD

UNION CREEK NO. 10
VOL. 97 PG. 6
P.R.T.C.T.
LOT 2, BLOCK A

POINT OF BEGINNING
TRACT 2
ECS 1351+18.15,
150.00' LT.

POINT OF BEGINNING
TRACT 1
ECS 1351+01.08
150.00' LT.

TRACT TWO
4.678 AC.

S18°25'00"W 815.12'

N18°25'00"E 815.12'

TRACT ONE
8.141 AC.

S19°34'12"W
249.56'

S18°25'00"W
385.58'

S71°35'00"E 443.58'
80' ACCESS ESMT.

KEESSEE ADDITION
DOC. 200100252
O.P.R.T.C.T.

KEESSEE PARTNERS LTD.
0.0711 AC.
DOC. 1999128474
O.P.R.T.C.T.

UNION CREEK SECTION 3
VOL. 75, PG. 381
P.R.T.C.T.

KEESSEE PARTNERS LTD.
(REMAINDER OF 91.0980 AC.)
DOC. 1999128474
O.P.R.T.C.T.

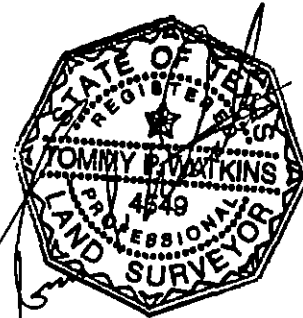
TRACT ONE
8.141 AC.

249.56'
S19°34'12"W

KEESSEE PARTNERS LTD.
0.0711 AC.
DOC. 1999128474
O.P.R.T.C.T.

LEGEND

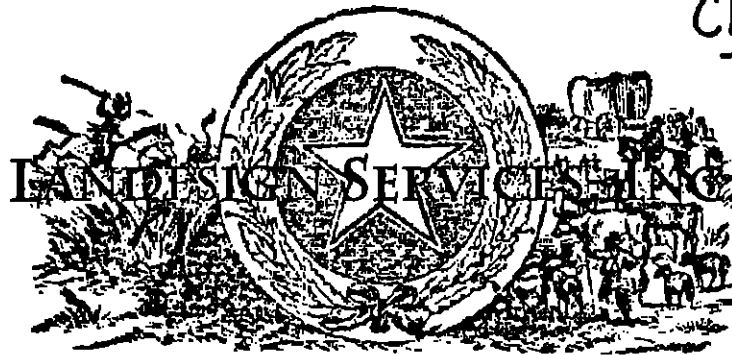
- 1/2" REBAR FOUND
- ▲ CALCULATED POINT
- () RECORD DEED INFO.



3/18/2005

JOB NUMBER: 04504001		DRAWING NAME: 04500101	
PROJECT NAME: KEESEE			
DATE: 03/18/05		SCALE: 1"=200'	
DRAWING FILE PATH: L:\Keesee\DWGS			
FIELDNOTE FILE PATH: L:\Keesee\FNOTES			
RPLS: TPW	TECH: tpw	PARTYCHIEF: N/A	
SHEET 03 of 03		FIELDBOOKS: N/A	CHK BY: jlb

LANDESIGN SERVICES, INC.
LAND SURVEYING
117 W. 4th STREET
TAYLOR, TEXAS 76574
PHONE 512.352.8055
FAX 512.352.8807



C14-04-0114
TRACT TWO
CS-MU-CO

EXHIBIT " B "

**METES AND BOUNDS DESCRIPTION
TRACT TWO
(CITY OF AUSTIN ZONING)**

BEING 4.878 ACRES OF LAND OUT OF THE SANTIAGO DEL VALLE GRANT IN TRAVIS COUNTY, TEXAS, AND BEING A PART OF THE REMAINDER OF EXHIBIT A, CONTAINING 91.0980 ACRES OF LAND, CONVEYED BY JERRY DON KEESEE TO KEESEE PARTNERS, LTD., IN GENERAL WARRANTY DEED RECORDED IN DOCUMENT NO. 1999128474 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a calculated point in the east right of way line of Interstate Highway No. 35 for the southwest corner of said 91.0980 acre tract and the northwest corner of Lot 2, Block A, ONION CREEK No. 10, according to the map or plat thereof recorded in Volume 97, Page 6 of the Plat Records of Travis County, Texas;

THENCE North 18°25'00" East along said east right of way line of Interstate Highway No. 35 and the west line of said 91.0980 acre tract a distance of 815.07 feet to a calculated point from which the southwest corner of Lot 1, Block A, KEESEE ADDITION SECTION 1 according to the map or plat thereof recorded in Document No. 200100252 of the Official Public Records of Travis County, Texas, bears, North 18°25'00" East a distance of 200.00 feet;

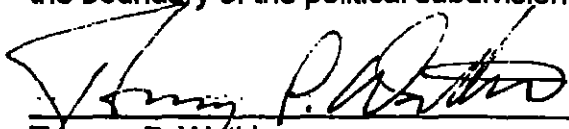
THENCE crossing the remainder of said 91.0980 acre tract the following two courses:

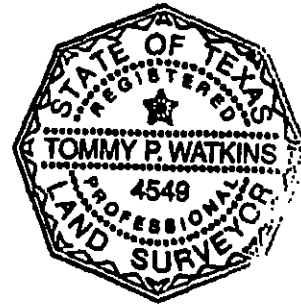
- 1) South 17°35'00" East, perpendicular to the east line of said 91.0980 acre tract, a distance of 250.00 feet to a calculated point;
- 2) South 18°25'00" West, parallel with the east line of said 91.0980 acre tract, a distance of 815.12 feet to a calculated point in the south line of said 91.0980 acre tract and the north line of said Lot 2, Block A, ONION CREEK No. 10 from which a 1/2 inch iron rod found in the north line of said Lot 1, Block A, ONION CREEK No. 10, for an angle corner in the south line of said 91.0980 acre tract and the southwest corner of EXHIBIT A-2, containing 0.0711 of one acre of land, described in said Document No. 1999128474 of the Official Public Records of Travis County, Texas, bears South 71°34'22" East a distance of 240.36 feet;

THENCE North 71°34'22" West along the north line of said Lot 1, Block A, ONION CREEK No. 10 and the south line of said 91.0980 acre tract a distance of 250.00 feet to the POINT OF BEGINNING.

This parcel contains 4.678 acres of land, more or less, out of the Santiago Del Valle Grant, in Travis County, Texas. All bearings are based on Engineers Centerline for I.H. 35, from right of way deed described in Volume, Page of the Deed Records of Travis County, Texas. (North 18°25'00" East)

This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and in not to be used to convey or establish interest in real property except those rights and interest implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared

 5/20/2004
Tommy P. Watkins Date
Registered Professional Land Surveyor
State of Texas No. 4549



Project Number: 045-04-001
Attachments: Survey Drawing L:\KEESEEDWGS\04500101.dwg
L:\Keesee\FNOTES\04500101T1.doc
Created on 05/14/2004

CURVE TABLE					
CURVE	RADIUS	LENGTH	DELTA	CHORD BRG	CHORD
C1	260.00'	128.18'	27°48'23"	S87°40'48"E	124.95'

NUMBER	DIRECTION	DISTANCE
L1	S23°41'36"W	8.03'

SCALE IN FEET

200 100 0 200

NORTH

INTERSTATE HIGHWAY NO. 35

ENGINEERS CENTERLINE (ECS)

N18°25'00"E

BEARING BASIS

R-O-W DEED

VOL. 1808, PG. 222

D.R.T.C.T.

edge point

N18°25'00"E

FRONTAGE ROAD

POINT OF BEGINNING
TRACT 2
ECS 1351+16.15,
150.00' LT.

POINT OF BEGINNING
TRACT 1
ECS 1351+01.08
150.00' LT.

TRACT TWO
4.678 AC.

S18°25'00"W 815.12'

N18°25'00"E 815.12'

TRACT ONE
8.141 AC.

S19°34'12"W
249.56'

S18°25'00"W
385.59'

ONION CREEK NO. 10
VOL. 97 PG. 6
P.R.T.C.T.
LOT 2, BLOCK A

3.78'
N71°34'22"W

S29°07'14"W
351.15'

LOT 9 LOT 10

LOT 11

LOT 12

LOT 13

LOT 14

KEESEE PARTNERS LTD.
0.0711 AC.
DOC. 1999128474
O.P.R.T.C.T.

ONION CREEK SECTION 3
VOL. 75, PG. 381
P.R.T.C.T.

KEESEE PARTNERS LTD.
(REMAINDER OF 91.0980 AC.)
DOC. 1999128474
O.P.R.T.C.T.

TRACT ONE
8.141 AC.

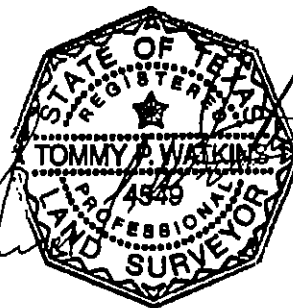
249.56'
S19°34'12"W

S29°07'14"W
351.15'

KEESEE PARTNERS LTD.
0.0711 AC.
DOC. 1999128474
O.P.R.T.C.T.

LEGEND

- 1/2" REBAR FOUND
- ▲ CALCULATED POINT
- () RECORD DEED INFO.



03/18/2005

JOB NUMBER: 04504001

DRAWING NAME: 04500101

PROJECT NAME: KEESEE

DATE: 03/18/05

SCALE: 1"=200'

DRAWING FILE PATH:
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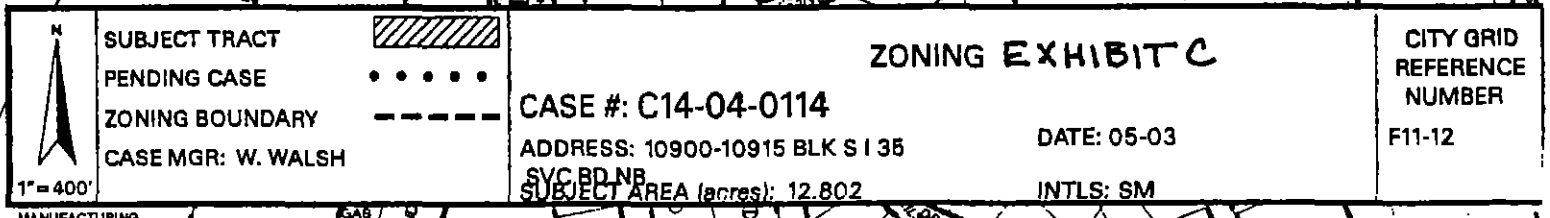
FIELDNOTE FILE PATH:
L:\Keesee\FNOTES

RPLS: TPW TECH: tpw PARTYCHIEF: N/A

SHEET 03 of 03 FIELDBOOKS: N/A

CHK BY: jlb

LANDESIGN SERVICES, INC.
LAND SURVEYING
117 W. 4th STREET
TAYLOR, TEXAS 76574
PHONE 512.352.8055
FAX 512.352.8807



RESTRICTIVE COVENANT

OWNER: Keesee Partners, Ltd., a Texas limited partnership

ADDRESS: P.O. Box 5652, Valley Springs, Texas 76885

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: Tract One: An 8.141 acre tract of land out of the Santiago Del Valle Grant in Travis County, the tract of land being more particularly described by metes and bounds in Exhibit "A" attached and incorporated into this covenant; and

Tract Two: A 4.678 acre tract of land out of the Santiago Del Valle Grant in Travis County, the tract of land being more particularly described by metes and bounds in Exhibit "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, generates 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 July 2004, 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 June 22, 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.
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 7th day of July, 2005.

OWNER:

Keesee Partners, Ltd.,
a Texas limited partnership

By: Keesee GP, Inc.,
a Texas corporation,
General Partner

By: Jerry D. Keesee
Jerry D. Keesee,
President

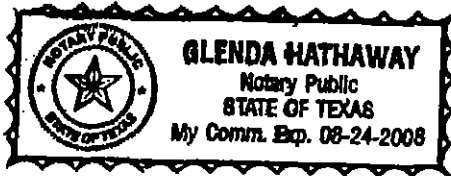
APPROVED AS TO FORM:

Assistant City Attorney
City of Austin

THE STATE OF TEXAS §

COUNTY OF Travis §

This instrument was acknowledged before me on this the 7th day of July, 2005, by Jerry D. Keese, President of Keese GP, Inc., a Texas corporation, and the corporation acknowledged this instrument as General Partner on behalf of Keese Partners, Ltd., a Texas limited partnership.



Glenda Hathaway
Notary Public, State of Texas

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

C14-04-0114
TRACT ONE
GR-MU-CO



**METES AND BOUNDS DESCRIPTION
TRACT ONE
(CITY OF AUSTIN ZONING)**

BEING 8.141 ACRES OF LAND OUT OF THE SANTIAGO DEL VALLE GRANT IN TRAVIS COUNTY, TEXAS, AND BEING A PART OF THE REMAINDER OF EXHIBIT A, CONTAINING 91.0980 ACRES OF LAND, CONVEYED BY JERRY DON KEESEE TO KEESEE PARTNERS, LTD., IN GENERAL WARRANTY DEED RECORDED IN DOCUMENT NO. 1999128474 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS, AND BEING PART OF EXHIBIT A-2, A 0.0711 ACRE TRACT CONVEYED TO KEESEE PARTNERS LTD. OF RECORD IN DOCUMENT NUMBER 1999128474 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a calculated point in the east right of way line of Interstate Highway No. 35 and the west line of said 91.0980 acre tract from which the southwest corner of said 91.0980 acre tract and the northwest corner of Lot 2, Block A, ONION CREEK No. 10, according to the map or plat thereof recorded in Volume 97, Page 6 of the Plat Records of Travis County, Texas, bears, South 18°25'00" West a distance of 815.07 feet;

THENCE North 18°25'00" East along said east right of way line of Interstate Highway No. 35 and the west line of said 91.0980 acre tract a distance of 200.00 feet to a calculated point for the southwest corner of Lot 1, Block A, KEESEE ADDITION SECTION 1 according to the map or plat thereof recorded in Document No. 200100252 of the Official Public Records of Travis County, Texas,

THENCE along the south line of said Lot 1, Block A, KEESEE ADDITION SECTION 1 the following two (2) courses:

- 1) South 71°35'00" East a distance of 443.56 feet to a calculated point at the point of curvature of a curve to the right;
- 2) with said curve having a radius of 260.00 feet, a delta angle of 27°48'23", a length of 126.18 feet and a chord which bears South 57°40'48" East a distance of 124.95 feet to a calculated point,

THENCE crossing the remainder of said 91.0980 acre tract the following two courses:

- 1) South 18°25'00" West, parallel with the west line of said 91.0980 acre tract, a distance of 385.59 feet to a iron rod found;
- 2) South 19°34'12" West a distance of 249.56 feet to a iron rod found for an angle corner in the south line of said 91.0980 acre tract and the northern most corner of said 0.0711 acre tract;

THENCE South 23°41'55" West crossing said 0.0711 acre tract a distance of 5.03 feet to an iron rod found and northwest corner of Onion Creek Section 3, according to the map or plat thereof recorded in Volume 75, Page 381 of the Plat Records of Travis County;

THENCE South 29°07'14" West along the eastern most southerly line of said 0.0711 acre tract and the east line of said Onion Creek Section 3 a distance of 351.15' to a calculated point for the southern most southeast corner of said 0.0711 acre tract and the northeast corner of said Lot 2, Block A, Onion Creek No. 10;

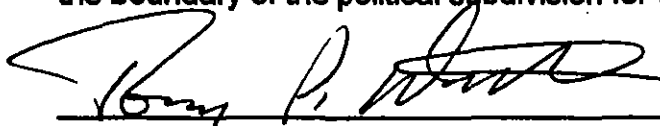
THENCE North 71°34'22" West along the north line of said Lot 2, Block A, ONION CREEK No. 10 and the south line of said 91.0980 acre tract a distance of 244.14 feet to a calculated point;

THENCE crossing the remainder of said 91.0980 acre tract the following two courses:

- 1) North 18°25'00" East, parallel with the east line of said 91.0980 acre tract, a distance of 815.12 feet to a calculated point;
- 2) North 71°35'00" West, perpendicular to the east line of said 91.0980 acre tract, a distance of 250.00 feet to the POINT OF BEGINNING.

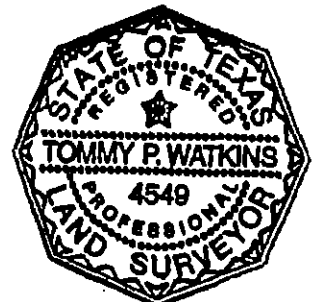
This parcel contains 8.141 acres of land, more or less, out of the Santiago Del Valle Grant, in Travis County, Texas. All bearings are based on Engineers Centerline for I.H. 35, from right of way deed described in Volume, Page of the Deed Records of Travis County, Texas. (North 18°25'00" East)

This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and is not to be used to convey or establish interest in real property except those rights and interest implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared

 03/18/2005

Tommy P. Watkins
Registered Professional Land Surveyor
State of Texas No. 4549

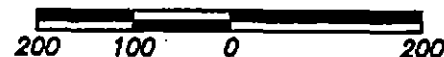
Project Number: 045-04-001
Attachments: Survey Drawing L:\KEESEEDWGS\04500101.dwg
L:\Keesee\FNOTES\04500101T1.doc
Created on 03/18/2005



CURVE TABLE					
CURVE	RADIUS	LENGTH	DELTA	CHORD BRG	CHORD
G1	280.00'	128.16'	27°40'23"	85°40'48"E	124.85'

NUMBER	DIRECTION	DISTANCE
L1	S23°41'25"W	8.03'

SCALE IN FEET



NORTH

INTERSTATE HIGHWAY NO. 35

ENGINEERS CENTERLINE (ECS)

N18°25'00"E

BEARING BASIS

R-O-W DEED

VOL. 1808, PG. 222

D.R.T.C.T.

edge ptmt.

N18°25'00"E

FRONTAGE ROAD

UNION CREEK NO. 10
VOL. 97 PG. 6
P.R.T.C.T.
LOT 2, BLOCK A

POINT OF BEGINNING
TRACT 2
ECS 1351+16.15,
150.00' LT.

TRACT TWO
4.678 AC.

POINT OF BEGINNING
TRACT 1
ECS 1351+01.08
150.00' LT.

S18°25'00"W 815.12'

N18°25'00"E 815.12'

TRACT ONE
8.141 AC.

S18°34'12"W
249.56'

S18°25'00"W
385.59'

KEESEE PARTNERS LTD.
0.0711 AC.
DOC. 1999128474
O.P.R.T.C.T.

UNION CREEK SECTION 3
VOL. 75, PG. 381
P.R.T.C.T.

KEESEE PARTNERS LTD.
(REMAINDER OF 91.0980 AC.)
DOC. 1999128474
O.P.R.T.C.T.

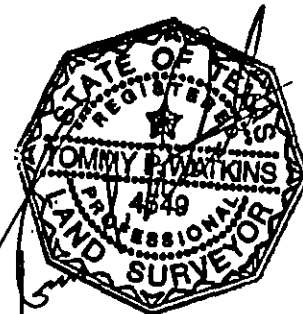
TRACT ONE
8.141 AC.

249.56'
S19°34'12"W

KEESEE PARTNERS LTD.
0.0711 AC.
DOC. 1999128474
O.P.R.T.C.T.

LEGEND

- 1/2" REBAR FOUND
- ▲ CALCULATED POINT
- () RECORD DEED INFO.



3/18/2005

JOB NUMBER: 04504001

DRAWING NAME: 04500101

PROJECT NAME: KEESEE

DATE: 03/18/05

SCALE: 1"=200'

DRAWING FILE PATH:
L:\Keeeee\DWGS

FIELDNOTE FILE PATH:
L:\Keeeee\FNOTES

RPLS: TPW

TECH: tpw

PARTYCHIEF: N/A

SHEET 03 of 03

FIELDBOOKS: N/A

CHK BY: jlb

LANDESIGN SERVICES, INC.
LAND SURVEYING

12 W. 4th STREET

TAYLOR, TEXAS 76574

PHONE 512-352-8055

FAX 512-352-8808



C14-04-0114

TRACT TWO

CS-MU-CO

EXHIBIT " B "

**METES AND BOUNDS DESCRIPTION
TRACT TWO
(CITY OF AUSTIN ZONING)**

BEING 4.678 ACRES OF LAND OUT OF THE SANTIAGO DEL VALLE GRANT IN TRAVIS COUNTY, TEXAS, AND BEING A PART OF THE REMAINDER OF EXHIBIT A, CONTAINING 91.0980 ACRES OF LAND, CONVEYED BY JERRY DON KEESEE TO KEESEE PARTNERS, LTD., IN GENERAL WARRANTY DEED RECORDED IN DOCUMENT NO. 1999128474 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a calculated point in the east right of way line of Interstate Highway No. 35 for the southwest corner of said 91.0980 acre tract and the northwest corner of Lot 2, Block A, ONION CREEK No. 10, according to the map or plat thereof recorded in Volume 97, Page 6 of the Plat Records of Travis County, Texas;

THENCE North 18°25'00" East along said east right of way line of Interstate Highway No. 35 and the west line of said 91.0980 acre tract a distance of 815.07 feet to a calculated point from which the southwest corner of Lot 1, Block A, KEESEE ADDITION SECTION 1 according to the map or plat thereof recorded in Document No. 200100252 of the Official Public Records of Travis County, Texas, bears, North 18°25'00" East a distance of 200.00 feet;

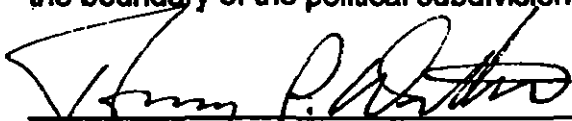
THENCE crossing the remainder of said 91.0980 acre tract the following two courses:

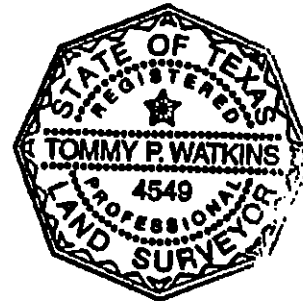
- 1) South 17°35'00" East, perpendicular to the east line of said 91.0980 acre tract, a distance of 250.00 feet to a calculated point;
- 2) South 18°25'00" West, parallel with the east line of said 91.0980 acre tract, a distance of 815.12 feet to a calculated point in the south line of said 91.0980 acre tract and the north line of said Lot 2, Block A, ONION CREEK No. 10 from which a 1/2 inch iron rod found in the north line of said Lot 1, Block A, ONION CREEK No. 10, for an angle corner in the south line of said 91.0980 acre tract and the southwest corner of EXHIBIT A-2, containing 0.0711 of one acre of land, described in said Document No. 1999128474 of the Official Public Records of Travis County, Texas, bears South 71°34'22" East a distance of 240.36 feet;

THENCE North 71°34'22" West along the north line of said Lot 1, Block A, ONION CREEK No. 10 and the south line of said 91.0980 acre tract a distance of 250.00 feet to the POINT OF BEGINNING.

This parcel contains 4.678 acres of land, more or less, out of the Santiago Del Valle Grant, in Travis County, Texas. All bearings are based on Engineers Centerline for I.H. 35, from right of way deed described in Volume, Page of the Deed Records of Travis County, Texas. (North 18°25'00" East)

This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and is not to be used to convey or establish interest in real property except those rights and interest implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared

 5/20/2004
Tommy P. Watkins Date
Registered Professional Land Surveyor
State of Texas No. 4549

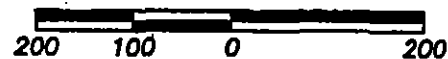


Project Number: 045-04-001
Attachments: Survey Drawing L:\KEESEEDWGS\04500101.dwg
L:\Keesee\FNOTES\04500101T1.doc
Created on 05/14/2004

CURVE TABLE					
CURVE	RADIUS	LENGTH	DELTA	CHORD BRO	CHORD
G1	280.00'	126.18'	27°48'23"	S57°40'46"E	124.95'

NUMBER	DIRECTION	DISTANCE
L1	S23°41'35"W	8.03'

SCALE IN FEET



NORTH

INTERSTATE HIGHWAY NO. 35

ENGINEERS CENTERLINE (ECS)

N18°25'00"E

BEARING BASIS

R-O-W DEED

VOL. 1808, PG. 222

D.R.T.C.T.

edge point

N18°25'00"E

FRONTAGE ROAD

UNION CREEK NO. 10
VOL. 97 PG. 6
P.R.T.C.T.
LOT 2, BLOCK A

POINT OF BEGINNING
TRACT 2
ECS 1351+16.15,
150.00' LT.

POINT OF BEGINNING
TRACT 1
ECS 1351+01.08
150.00' LT.

TRACT TWO
4.678 AC.

S18°25'00"W 815.12'

N18°25'00"E 815.12'

TRACT ONE
8.141 AC.

S19°34'12"W
249.56'

S18°25'00"W
385.59'

KEESEE PARTNERS LTD.
0.0711 AC.
DOC. 1999128474
O.P.R.T.C.T.

UNION CREEK SECTION 3
VOL. 75, PG. 381
P.R.T.C.T.

KEESEE PARTNERS LTD.
(REMAINDER OF 91.0980 AC.)
DOC. 1999128474
O.P.R.T.C.T.

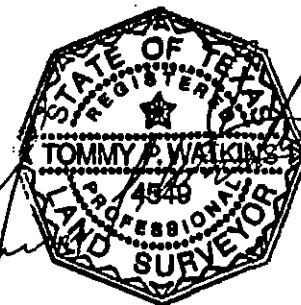
TRACT ONE
8.141 AC.

249.56'
S19°34'12"W

KEESEE PARTNERS LTD.
0.0711 AC.
DOC. 1999128474
O.P.R.T.C.T.

LEGEND

- 1/2" REBAR FOUND
- ▲ CALCULATED POINT
- () RECORD DEED INFO.



03/18/2005

JOB NUMBER: 04504001

DRAWING NAME: 04500101

PROJECT NAME: KEESEE

DATE: 03/18/05

SCALE: 1"=200'

DRAWING FILE PATH:
L:\Keesee\DWGS

FIELDNOTE FILE PATH:
L:\Keesee\FNOTES

RPLS: TPW

TECH: tpw

PARTYCHIEF: N/A

SHEET 03 of 03

FIELDBOOKS: N/A

CHK BY: jlb

LANDESIGN SERVICES, INC.
LAND SURVEYING

4th STREET

TAYLOR, TEXAS 76551

PHONE 512-352-8055

FAX 512-352-8808