

RESTRICTIVE COVENANT

OWNER: Keesee Partners, Ltd., a Texas limited partnership 10

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.

7-28-05

* 7-1

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

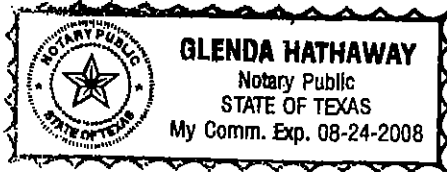
APPROVED AS TO FORM:

[Signature]
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. Keesee, President of Keesee GP, Inc., a Texas corporation, and the corporation acknowledged this instrument as General Partner on behalf of Keesee 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



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;

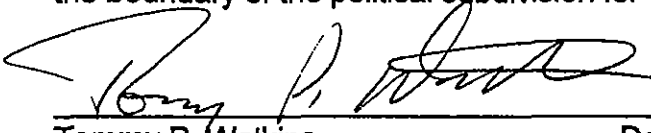
THENCE North 71°34'22" West along the north line of said Lot 2, Block A, UNION CREEK No. 10 and the south line of said 91.0980 acre tract a distance of 244.14 feet to a calculated point;

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.

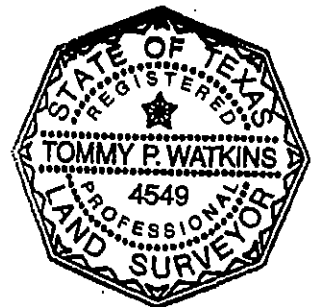
This parcel contains 8.141 acres of land, more or less, out of the Santiago Del Valle Grant, in Travis County, Texas. All bearings are based on Engineers Centerline for I.H. 35, from right of way deed described in Volume, Page of the Deed Records of Travis County, Texas. (North 18°25'00" East)

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

 03/18/2005
Tommy P. Watkins Date

Registered Professional Land Surveyor
State of Texas No. 4549

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



CURVE TABLE					
CURVE	RADIUS	LENGTH	DELTA	CHORD BRG	CHORD
C1	260.00'	126.18'	27°48'23"	S57°40'48"E	124.95'

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

SCALE IN FEET

200 100 0 200

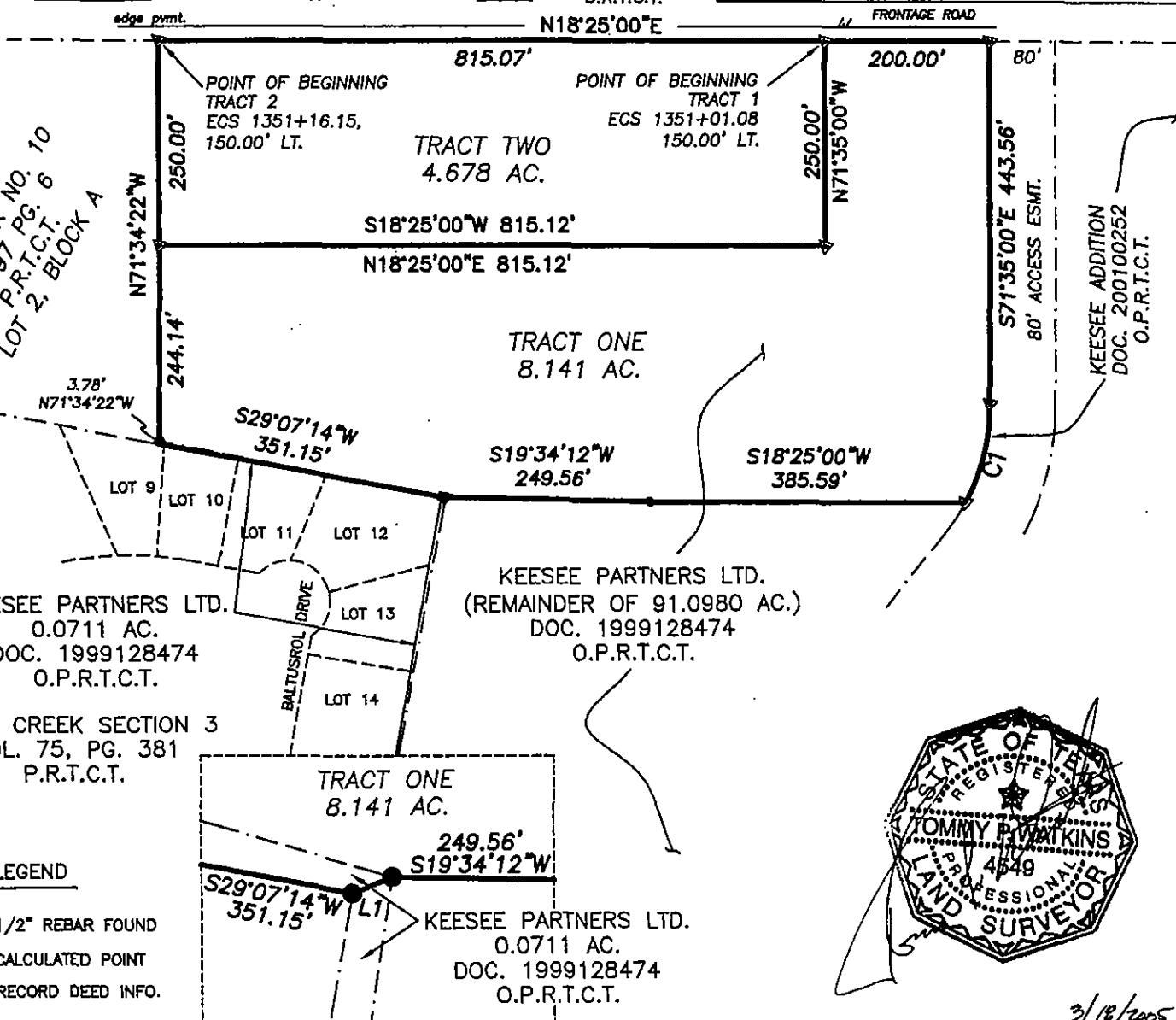
NORTH

INTERSTATE HIGHWAY NO. 35

ENGINEERS CENTERLINE (ECS)

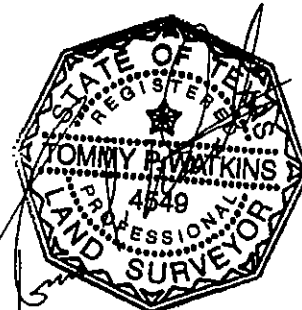
N18°25'00"E

BEARING BASIS
R-O-W DEED
VOL. 1608, PG. 222
D.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
DALLAS, TEXAS 75204
PHONE 512-352-8055
FAX 512-352-8608



C14-07-0117
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;

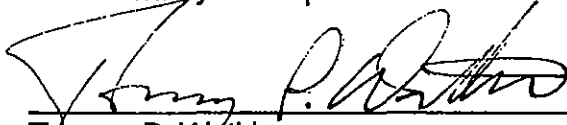
THENCE crossing the remainder of said 91.0980 acre tract the following two courses:

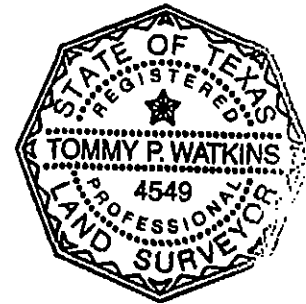
- 1) South 17°35'00" East, perpendicular to the east line of said 91.0980 acre tract, a distance of 250.00 feet to a calculated point;
- 2) South 18°25'00" West, parallel with the east line of said 91.0980 acre tract, a distance of 815.12 feet to a calculated point in the south line of said 91.0980 acre 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 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 Date 5/20/2004
Registered Professional Land Surveyor
State of Texas No. 4549



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

CURVE TABLE					
CURVE	RADIUS	LENGTH	DELTA	CHORD BRG	CHORD
C1	260.00'	126.18'	27°48'23"	S57°40'48"E	124.95'

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. 1608, PG. 222

D.R.T.C.T.

edge pmt.

N18°25'00"E

FRONTAGE ROAD

ONION 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.

S29°07'14"W
351.15'

S19°34'12"W
249.56'

S18°25'00"W
385.59'

80' ACCESS ESMT.

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

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.

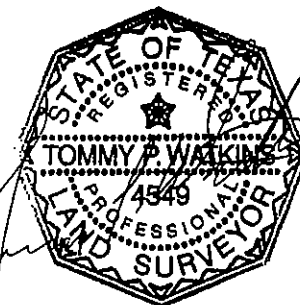
249.56'
S19°34'12"W

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
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03/18/2005

JOB NUMBER: 04504001		DRAWING NAME: 04500101	
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DRAWING FILE PATH: L:\Keesee\DWGS			
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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

FILED AND RECORDED

OFFICIAL PUBLIC RECORDS

Dana DeBeauvoir

2005 Aug 02 04:13 PM 2005140355

BENAVIDESV \$32.00

DANA DEBEAUVOIR COUNTY CLERK

TRAVIS COUNTY TEXAS

Recorders Memorandum-At the time of recordation this instrument was found to be inadequate for the best reproduction, because of illegibility, carbon or photocopy, discolored paper, etc. All blockouts, additions and changes were present at the time the instrument was filed and recorded.