

**FIRST AMENDMENT TO
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF
WHITEWATER SPRINGS SUBDIVISION SECTION V**

This FIRST AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF WHITEWATER SPRINGS SUBDIVISION SECTION V (this "**Amendment**") is made by **WHITE WATER SPRINGS, LLC ("WWS")**, as Declarant, and the **WHITEWATER SPRINGS PROPERTY OWNERS ASSOCIATION, INC.** (the "**Association**"), to be effective as of the date set forth below.

RECITALS

A. Suntex Fuller Corporation ("**Suntex**"), as Declarant, previously executed that certain Amended and Restated Declaration of Covenants, Conditions and Restrictions of Whitewater Springs Subdivision Section V dated December 7, 1999 and recorded under Volume 1093, Page 0003, Official Public Records of Burnet County, Texas (the "**Declaration**") encumbering the Project. All terms not otherwise defined herein shall have the same meaning as in the Declaration.

B. WWS acquired the Whitewater Springs Subdivision from Wollaston Properties, LLC ("**Wollaston**") (successor-in-interest to Suntex) and, in connection therewith, WWS became and currently is the successor-in-interest to Suntex's and Wollaston's rights as Declarant under the Declaration.

C. WWS, as Declarant, desires to amend the terms of the Declaration in order to modify certain provisions contained therein and to correct certain errors and omissions, in accordance with the terms and provisions of this Amendment.

D. Pursuant to Article XI, Section 3 of the Declaration, the Declaration may be amended by a vote of the Owners owning 75% of the acreage within the Project.

E. Declarant and the Association confirm this Amendment to the Declaration has been approved by a vote of the Owners owning at least 75% of the acreage within the Project.

NOW THEREFORE, Declarant and the Association hereby amend the Declaration as follows:

1. **Definitions.** Article I, Section 13 of the Declaration is hereby amended and restated in its entirety as follows:

"Project" shall mean the real property described herein, and such additions thereto as may be brought within the jurisdiction of the Association, including without limitation, all property within the Whitewater Springs Subdivision, Sections I through VI and proposed Section VII, as more particularly described on **Exhibit "A"** attached hereto, which Project is made subject to this Declaration."

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2. **Votes Developer.** Article VI, Section 2 of the Declaration is hereby amended and restated as follows:

“Section 2: Votes Developer – Developer/Declarant shall be entitled to three (3) votes for each acre of land owned within the Project and a fractional vote thereof for any fraction of an acre owned, until the earlier of the following events occurs:

(a) Eighty percent (80%) of all acres within the Whitewater Springs Subdivision have been deeded to Owners (other than to a Successor Developer); or

(b) December 11, 2013.”

3. **Voting Procedure.** Article VI, Section 4 of the Declaration is hereby amended and restated in its entirety as follows:

“Section 4: Voting Procedure – All votes will be cast in person or by proxy at a duly called meeting of the Members of the Association or by mail ballot in accordance with the Bylaws of the Whitewater Springs Property Owners Association, Inc. as adopted on April 15, 2002 (as may be subsequently amended).”

4. **Boards.** Article VI, Section 5 of the Declaration is hereby amended to include the following at the end of such provision:

“Notwithstanding anything herein to the contrary, to the extent the provisions of this Declaration conflict with the Bylaws of the Association with respect to the election of members of the Board or other matters concerning governance of the Association, the provisions of the Bylaws will control.”

5. **Assessments.** Article VII of the Declaration is hereby amended to include the following:

“Section 10. In addition to foreclosure by appropriate judicial proceedings, the Association may foreclose its lien against each Tract, in like manner as a Deed of Trust or contractual lien by nonjudicial foreclosure in accordance with Section 51.002 of the Texas Property Code or any future amendments or recodification thereof, without waiving its right to also proceed against the Owner on the Owner’s personal liability. Each Owner, by acceptance of a deed to a Tract hereby expressly vests in the Board of the Association a power of sale to enforce the lien. The Board may exercise its power of sale by appointing an agent or agents, who may be removed and replaced at any time without any formality other than a written appointment, signed by the president or a vice president of the Association. The Board, acting on behalf of the Association, and

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acting through its appointed agent or agents, shall have the power to bid upon any Tract foreclosed at foreclosure sale and to acquire and hold, lease, mortgage and to convey the same from and after the time that a foreclosure sale is conducted. The recitals in the conveyance to the purchaser or purchasers shall be full and conclusive evidence of the truth of the matters therein stated, and all prerequisites to said sale shall be presumed to have been performed, and such sale and conveyance shall be conclusive against the Owner, its heirs, assigns, executors, and administrators. In the event any sale is made of a Tract, the former Owner, its tenants and other persons in possession under him, shall forthwith upon the making of the sale, surrender and deliver possession of the Tract to the purchaser at the sale, and in the event of their failure to do so, any occupant shall become a tenant at sufferance of the purchaser at the foreclosure sale and the purchaser shall have the right to evict any persons by a proceeding brought in the Justice of the Peace Court where the Tract is situated. Any personal property left on the premises and not reclaimed within 10 days from the date of sale, shall be conclusively presumed to have been abandoned by the former Owner, its tenants or other parties in possession under him. The Association is granted the right, without an obligation, to send a notice of Owner's non-payment to any lienholder on a Tract."

6. **Amendment of Declaration**. Article XI, Section 3 of the Declaration is hereby amended and restated as follows:

"Section 3: This Declaration may be amended or extinguished by duly recording in the Official Public Records of Burnet County, Texas an instrument executed and acknowledged by an authorized representative of the Board, setting forth the amendment and certifying that such amendment has been approved by Owners entitled to cast at least seventy-five (75%) of the number of votes as prescribed in Article VI hereof. Notwithstanding anything herein to the contrary, no amendment may diminish the rights or increase the liability of Declarant without Declarant's written joinder or consent. Moreover Declarant shall have the right to amend this Declaration, without the joinder or consent of any other party, for the purpose of clarifying or resolving any ambiguities or conflicts herein, or correcting any inadvertent statements, errors, or admissions; provided however, any such amendment shall be consistent with and in furtherance of the general plan and scheme of development for the Project. Any legal challenge to the validity of an amendment to this Declaration must be initiated by filing a suit not later than one (1) year after the date the amendment document is recorded in the Official Public Records of Burnet County, Texas."

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7. **Duration of Declaration.** Article XI, Section 5 of the Declaration is hereby amended and restated as follows:

“Section 5: This Declaration (including the covenants, conditions, and restrictions thereof) shall run with and bind the land, and shall inure to the benefit of and be enforceable by the Association or any Member thereof for a period of twenty-five (25) years from the date of recording of the original Declaration. Thereafter, this Declaration (including the covenants, conditions and restrictions thereof) shall be automatically extended for successive periods of ten (10) years each, unless amended or extinguished as set forth in Article XI, Section 3 above.”

8. **Entire Agreement.** Except as expressly modified by this First Amendment, the terms, provisions, covenants, conditions and restrictions of the Declaration shall remain in full force and effect.

9. **Counterparts; Multiple Originals and Separate Signature Pages.** This Amendment and any and all future amendments may be executed simultaneously in two or more counterparts and/or with separate signature pages, each of which shall be deemed an original and all of which together shall constitute one and the same instrument.

[Signatures on following page.]

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EXECUTED as of this 15th day of June, 2004 to be effective as of December 11, 2003.

DECLARANT:

White Water Springs, LLC,
a Texas limited liability company

By: [Signature]
Gary D. Levine, Manager

ASSOCIATION:

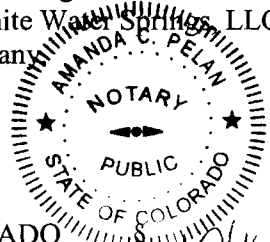
**Whitewater Springs Property Owners
Association, Inc.**
a Texas non-profit corporation

By: [Signature]
Gary D. Levine, President

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THE STATE OF COLORADO §
§
COUNTY OF ARAPAHOE §

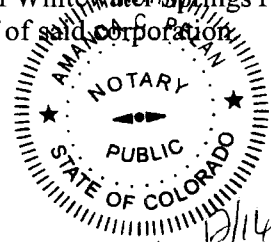
This instrument was acknowledged before me on the 15th day of JUNE, 2004, by Gary D. Levine, Manager of White Water Springs, LLC, a Texas limited liability company, on behalf of said limited liability company.



[Signature]
Notary Public, State of Colorado

THE STATE OF COLORADO §
My Commission Expires 12/14/07
COUNTY OF ARAPAHOE §

This instrument was acknowledged before me on the 15th day of JUNE, 2004, by Gary D. Levine, President of Whitewater Springs Property Owners Association, Inc., a Texas non-profit corporation, on behalf of said corporation.



[Signature]
Notary Public, State of Colorado

EXHIBIT "A"

PROPERTY DESCRIPTION

Tract 1:

Being a 0.90 acre tract of land, more or less, out of the Joseph Kealy Survey No. 561, Abstract No. 513, Burnet County, Texas, and being more particularly described by metes and bounds in Exhibit "A-1" attached hereto and made a part hereof for all pertinent purposes.

Tract 2:

Being a 11.29 acre tract of land, more or less, out of the Joseph Kealy Survey No. 561, Abstract No. 513, and the B.O. Stavely, Sr. Survey No. 509, Abstract No. 853, Burnet County, Texas, and being more particularly described by metes and bounds in Exhibit "A-2" attached hereto and made a part hereof for all pertinent purposes.

Tract 3:

Being a 1151.05 acre tract of land, more or less, out of the G.W. Harris Survey No. 826, Abstract No. 421, the H.W. Heine Survey No. 532, Abstract No. 428, the T.C.R.R. Company Survey No. 109, Abstract No. 1401, and the E. Schnell Survey No. 98, Abstract No. 1799, in Burnet County, Texas, and being more particularly described by metes and bounds in Exhibit "A-3" attached hereto and made a part hereof for all pertinent purposes.

Tract 4:

Being a 409.32 acre tract of land, more or less, out of the G.W. Harris Survey No. 826, Abstract No. 421, the B.O. Stavely Sr. Survey No. 559, Abstract No. 853, the Texas C. Ry Co. Survey No. 109, Abstract No. 1401, and the Joseph Kealy Survey No. 561, Abstract No. 512, in Burnet County, Texas, and being more particularly described by metes and bounds in Exhibit "A-4", attached hereto and made a part hereof for all pertinent purposes.

Tract 5:

Being a 127.84 acre tract of land, more or less, out of the G.W. Harris Survey No. 826, Abstract No. 421, the B.O. Stavely Sr. Survey No. 559, Abstract No. 853, and the Tex. C. Ry Co. Survey No. 109, Abstract No. 1401, in Burnet County, Texas, and being more particularly described by metes and bounds in Exhibit "A-5" attached hereto and made a part hereof for all pertinent purposes; and out of which five (5) tracts the following subdivisions have been platted:

1. WHITEWATER SPRINGS, SECTION ONE; as recorded in Plat Cabinet 2, Slide 108B-111A, Plat Records of Burnet County Texas and as replatted and recorded in Cabinet 2, Slide 126D, Plat Records of Burnet County, Texas; consisting of a 332.40 acre tract of land, consisting of approximately 3.38 acres out of the Hugh Brown & A.C. Hillman Survey No. 10, Abstract No. 1876, 7.25 acres out of the E. Schnell Survey No. 98, Abstract No. 1799, 36.68 acres out of the G.W. Harris Survey No. 826, Abstract No. 421, 83.17 acres out of the H.W. Heine Survey No. 532, Abstract No. 428, and 198.92 acres out of the T.C.R.R. Co. Survey No. 109, Abstract No. 1401, and

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being a portion of the certain 60 foot wide strip of land conveyed to the 1902 Land Owners Association, Inc. recorded in Volume 764, Page 31, Official Public Records of Burnet County, Texas and a portion of that certain 1151.05 acres of land known as Tract C, conveyed to said Suntex Fuller Corporation recorded in Volume 763, Page 995, Official Public Records of Burnet County, Texas;

2. WHITEWATER SPRINGS, SECTION TWO; as recorded in Plat Cabinet 2, Slide 120D-124A, Plat Records of Burnet County, Texas and as replatted and recorded in Plat Cabinet 2, Slide 133C-134B; Cabinet 2, Slide 126C, Cabinet 2, Slide 127A, and Cabinet 2, Slide 133A&B, Plat Records of Burnet County, Texas; being a portion of a 475.16 acre tract of land, consisting of approximately 129.37 acres out of the T.C. Railroad Co. Survey No. 109, Abstract No. 1401, approximately 13.63 acres out of the H.W. Heine Survey NO. 532, Abstract No. 428, approximately 25.71 acres out of the Hugh Brown and A.C. Hillman Survey No. 10, Abstract No. 1876, and approximately 306.45 acres out of the E. Schnell Survey No. 98, Abstract No. 1799, and being a portion of that certain 60 foot wide strip of land conveyed to the 1902 Land Owners Association, Inc., recorded in Volume 764, Page 31, Official Public Records of Burnet County, Texas, and a portion of that certain 1151.05 acre tract of land known as Tract C, conveyed to Suntex Fuller Corporation, recorded in Volume 763, Page 995, Official Public Records of Burnet County, Texas;

3. WHITEWATER SPRINGS, SECTION THREE; as recorded in Plat Cabinet 2, Slide 148A-149C, Plat Records of Burnet County, Texas, being a portion of 191.42 acres of land consisting of approximately 141.69 acres out of the Joseph Kealy Survey No. 561, Abstract No. 513, 40.59 acres out of the E.H. Caldwell Survey No. 8, Abstract No. 200, 5.24 acres out of the B.O. Stavely, Sr. Survey No. 509, Abstract No. 853, and 3.90 acres out of the G.W. Harris Survey No. 826, Abstract No. 421, and being portions of that certain 60 foot wide strip conveyed to Suntex Fuller Corporation, recorded in Volume 885, Page 151, Official Public Records of Burnet County, Texas, and all of that certain Tract A, 0/90 acre tract conveyed to Suntex Fuller Corporation, recorded in Volume 763, Page 995, Official Public Records of Burnet County, Texas;

4. WHITEWATER SPRINGS, SECTION FOUR, as recorded in Plat Cabinet 2, Slides 149D-150D, Plat Records of Burnet County, Texas, which consists of 137.04 acres of land, consisting of approximately 7.47 acres out of the Joseph Kealy Survey No. 561, Abstract No. 513, 0.38 acre out of the E.H. Caldwell Survey No. 8, Abstract No. 200, 123.40 acres out of the B.O. Stavely, Sr. Survey No. 509, Abstract No. 853, and 5.79 acres out of the G.W. Survey No. 826, Abstract No. 421, and being portions of that certain 60 foot wide strip conveyed to Suntex Fuller Corporation recorded in Volume 805, Page 218, Official Public Records of Burnet County, Texas, that certain Tract B, 11.29 acres conveyed to Suntex Fuller Corporation recorded in Volume 763, Page 995 and Volume 763, Page 1009, Official Public Records of Burnet County, Texas, and that certain Tract No. 2, 127.84 acres conveyed to Suntex Fuller Corporation recorded in Volume 805, Page 218, Official Public Records of Burnet County, Texas;

5. WHITEWATER SPRINGS, SECTION FIVE, as recorded in Plat Cabinet 2, Slide 154C-155A, Plat Records of Burnet County, Texas, which consists of 320.07 acres of land, out of the E. Schnell Survey No. 98, Abstract No. 1799, and being a portion of that certain Tract C, 1151.05 acres of land conveyed to Suntex Fuller Corporation, recorded in Volume 763, Page 995, Official Public Records of Burnet County, Texas; and

6. WHITEWATER SPRINGS, SECTION SIX, a subdivision in Burnet County Texas, according to the plat recorded in Cabinet 2, Slide 174A-175C, Plat Records of Burnet County, Texas and the replat recorded in Cabinet 3, Section 52B, Plat Records of Burnet County, Texas.

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EXHIBIT A-1

A DESCRIPTION OF A 0.90 OF AN ACRE TRACT OF LAND OUT OF THE JOSEPH KEALY SURVEY NO. 561, ABSTRACT NO. 513, SITUATED IN BURNET COUNTY, TEXAS; BEING PART OF THAT CERTAIN 1902.84 ACRE TRACT OF LAND (GROSS ACREAGE) CONVEYED FROM SUN NLF LIMITED PARTNERSHIP TO JABAT INVESTMENTS, LTD. BY A SPECIAL WARRANTY DEED RECORDED IN VOLUME 675, PAGE 585 ET SEQ. OF THE DEED RECORDS OF SAID COUNTY; SAID 0.90 OF AN ACRE TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a 1/2 inch iron rod found on the west R.O.W. (right-of-way) line of RM 1174 at the northeasterly corner of the said 1902.84 acre tract, being at the southeast corner of that certain 147.89 acre tract described in Volume 535, Page 435 et seq. of the said Deed Records, for the northeast corner hereof;

THENCE with the said west R.O.W. line of RM 1174 and east line of the said 1902.84 acre tract, S 31° 47' 40" W, at a distance of 250.00 feet a 1/2 inch iron rod set, continuing for a total distance of 311.60 feet to an unmarked point on the north line of a 60 foot wide easement described in Volume 735, Page 458 of the said Deed Records, for the southeast corner hereof;

THENCE departing from said southeast line and passing over and across the said 1902.84 acre tract with the following four (4) courses:

1. N 60° 40' 14" W, a distance of 38.52 feet to a 1/2 inch iron rod set,
2. N 02° 33' 59" E, a distance of 321.03 feet to a 1/2 inch iron rod set,
3. N 25° 21' 11" W, a distance of 9.47 feet to a 1/2 inch iron rod set, and
4. N 31° 38' 39" E, a distance of 27.42 feet to a 1/2 inch iron rod set on the north line of the said 1902.84 acre tract, for the northwest corner hereof;

THENCE with said north line, S 58° 21' 21" E, a distance of 203.27 feet along a fence line to the **POINT OF BEGINNING**, containing 0.90 of an acre of land, more or less.

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I, Dale Allen Sultemeler, a Registered Professional Land Surveyor, do hereby certify that this description and accompanying plat was prepared from an on the ground survey made under my direction and supervision.

SULTEMEIER SURVEYING
304 East Main
Johnson City, TX 78636
(210) 668-7308



Dale Allen Sultemeler
Dale Allen Sultemeler
Registered Professional Land
Surveyor
No. 4542 - State of Texas

EXHIBIT A-2

A DESCRIPTION OF AN 11.29 ACRE TRACT OF LAND WHICH COMPRISES . . . T OF THE JOSEPH KEALY SURVEY NO. 561, ABSTRACT NO. 613 AND PART OF THE B. O. STAVELY SURVEY NO. 609, ABSTRACT NO. 862, BOTH SITUATED IN BURNET COUNTY, TEXAS; BEING PART OF THAT CERTAIN 1902.84 ACRE TRACT OF LAND (GROSS ACREAGE) CONVEYED FROM SUN MLP LIMITED PARTNERSHIP TO JABAT INVESTMENTS, LTD. BY A SPECIAL WARRANTY DEED RECORDED IN VOLUME 676, PAGE 585 ET SEQ. OF THE DEED RECORDS OF SAID COUNTY AND ALL OF THAT CERTAIN 6.05 ACRE TRACT DESCRIBED IN A QUITCLAIM DEED RECORDED IN VOLUME 676, PAGE 581 ET SEQ. OF THE SAID DEED RECORDS; SAID 11.29 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a 1/2 inch iron rod found at a reentrant corner on the northerly line of the said 1902.84 acre tract, being at the southeast corner of that certain 60.74 acre tract described in Volume 738, Page 383 et seq. of the said Deed Records and at the west corner of the said 6.05 acre tract, for the west corner hereof;

THENCE departing from said northerly line and passing over and across the said 1902.84 acre tract with the following fourteen (14) courses:

1. S 57° 45' 50" E, a distance of 1596.24 feet to a 1/2 inch iron rod set,
2. S 40° 49' 09" E, a distance of 301.26 feet to a 1/2 inch iron rod set,
3. S 73° 55' 46" E, a distance of 39.91 feet to a 1/2 inch iron rod set,
4. N 61° 44' 00" E, a distance of 69.18 feet to a 1/2 inch iron rod set,
5. N 36° 36' 43" E, a distance of 555.79 feet to a 1/2 inch iron rod set,
6. N 50° 54' 00" E, a distance of 278.72 feet to a 1/2 inch iron rod set,
7. N 72° 27' 16" E, a distance of 80.77 feet to a 1/2 inch iron rod set,
8. S 84° 12' 35" E, a distance of 72.25 feet to a 1/2 inch iron rod set,
9. S 45° 55' 53" E, a distance of 88.18 feet to a 1/2 inch iron rod set,
10. S 60° 22' 53" E, a distance of 304.47 feet to a 1/2 inch iron rod set,
11. S 77° 56' 31" E, a distance of 121.24 feet to a 1/2 inch iron rod set,
12. N 82° 59' 19" E, a distance of 228.76 feet to a 1/2 inch iron rod set,
13. S 70° 50' 22" E, a distance of 83.05 feet to a 1/2 inch iron rod set, and
14. S 64° 34' 40" E, a distance of 13.05 feet to a 1/2 inch iron rod set on the northerly line of the said 1902.84 acre tract, for the east corner hereof;

THENCE with said northerly line, as fenced, N 58° 21' 21" W, a distance of 1049.69 feet to a concrete monument found, being at a reentrant corner of the said 1902.84 acre tract and at the north corner of the said 6.05 acre tract, for a northwesterly corner hereof;

THENCE with the northerly line of the said 6.05 acre tract, as fenced, the following three (3) courses:

1. S 49° 49' 10" W, a distance of 1011.01 feet to a 3/8 inch iron rod found,
2. N 87° 31' 07" W, a distance of 739.89 feet to a 60d nail found at the base of a 20 inch diameter Liveoak tree, and
3. N 62° 27' 64" W, a distance of 685.18 feet to the POINT OF BEGINNING, containing 11.29 acres of land, more or less.

I, Dale Allen Sultemeyer, a Registered Professional Land Surveyor, do hereby certify that this description and accompanying plat was prepared from an on the ground survey made under my direction and supervision.

SULTEMEIER SURVEYING
304 East Main
Johnson City, TX 78636
(210) 868-7308



[Signature]
Dale Allen Sultemeyer
Registered Professional Land
Surveyor
No. 4542 - State of Texas

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EXHIBIT A - 3

A DESCRIPTION OF A 1151.05 ACRE TRACT OF LAND WHICH COMPRISES PORTIONS OF THE FOLLOWING SURVEYS SITUATED IN BURNET COUNTY, TEXAS:

- G. W. HARRIS SURVEY NO. 826, ABSTRACT NO. 421
- H. W. HEINE SURVEY NO. 532, ABSTRACT NO. 428.
- T. C. RR. COMPANY SURVEY NO. 109, ABSTRACT NO. 1401, AND
- E. SCHNELL SURVEY NO. 98, ABSTRACT NO. 1799;

BEING PART OF THAT CERTAIN 1902.84 ACRE TRACT OF LAND CONVEYED FROM SUN NEF LIMITED PARTNERSHIP TO JABAT INVESTMENTS, LTD. BY A SPECIAL WARRANTY DEED RECORDED IN VOLUME 675, PAGE 585 ET SEQ. OF THE DEED RECORDS OF SAID COUNTY AND PART OF THAT CERTAIN 3.04 ACRE TRACT CONVEYED FROM RONALD W. DENNIE TO THE SAID JABAT INVESTMENTS BY A WARRANTY DEED RECORDED IN VOLUME 735, PAGE 395 ET SEQ. OF THE SAID DEED RECORDS; SAID 1151.05 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a 1/2 inch iron rod found at the base of a Cedar fence post at the southwest corner of the said 1902.84 acre tract, being at a southeast corner of that certain 2094 acre tract described in Volume 125, Page 414 et seq. of the said Deed Records, for the southwest corner hereof;

THENCE with the south line of the said 1902.84 acre tract, the following four (4) courses:

1. S 69° 15' 49" E, a distance of 41.82 feet to an 8 inch diameter Cedar post,
2. S 64° 00' 54" E, a distance of 1318.89 feet to an 8 inch diameter Cedar post,
3. S 64° 10' 12" E, a distance of 1209.26 feet to a 3/8 inch iron rod set, and
4. S 64° 11' 47" E, a distance of 2254.98 feet along a fence line to a 3/8 inch iron rod found at the base of a fence post at a southerly corner of the said 1902.84 acre tract, being at the southerly corner of that certain 127.84 acre tract described in Volume 735, Page 452 et seq. of the said Deed Records, for the southeast corner hereof;

THENCE departing from said south line and passing over and across the said 1902.84 acre tract with the northwest line of the said 127.84 acre tract, the following two (2) courses:

1. N 67° 20' 31" E, a distance of 1856.49 feet along a fence line to a 3/8 inch iron rod found at a fence post, and
2. N 39° 24' 51" E, a distance of 4338.38 feet to a 1/2 inch iron rod found at the northwest corner of the said 127.84 acre tract, being on the southerly line of a 60 foot wide roadway easement described in Volume 735, Page 468 et seq. of the said Deed Records, for the northeast corner hereof;

THENCE continuing over the said 1902.84 acre tract with the southerly line of the said 60 foot wide roadway easement, the following eight (8) courses:

1. N 61° 05' 48" W, a distance of 377.41 feet to a 1/2 inch iron rod set,
2. N 11° 35' 39" W, a distance of 1466.97 feet to a 1/2 inch iron rod set,
3. N 80° 29' 00" W, a distance of 211.10 feet to a 1/2 inch iron rod set,
4. S 86° 46' 29" W, a distance of 646.84 feet to a 1/2 inch iron rod set,
5. N 73° 51' 13" W, a distance of 213.14 feet to a 1/2 inch iron rod set,
6. N 73° 51' 04" W, a distance of 269.66 feet to a 1/2 inch iron rod set,
7. N 83° 16' 41" W, a distance of 563.27 feet to a 1/2 inch iron rod set, and
8. N 80° 22' 11" W, a distance of 1197.47 feet to a 1/2 inch iron rod set for a reentrant corner hereof;

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THENCE continuing over the said 1902.84 acre tract, N 13° 29' 13" E, a distance of 30.70 feet to a 1/2 inch iron rod set on the south line of the said 3.04 acre tract, for a corner on the northeasterly line hereof;

THENCE passing over the said 3.04 acre tract, N 03° 17' 55" E, a distance of 29.55 feet to a 3/8 inch iron rod found at a reentrant corner thereof, for a corner on the northeasterly line hereof;

THENCE with the east line of the said 3.04 acre tract, the following four (4) courses:

1. N 03° 17' 55" E, a distance of 105.91 feet to a 3/8 inch iron rod found,
2. N 18° 29' 20" W, a distance of 168.30 feet to a 3/8 inch iron rod found,
3. N 06° 10' 28" E, a distance of 773.95 feet to a 3/8 inch iron rod found, and
4. N 07° 25' 09" E, a distance of 206.47 feet to a 3/8 inch iron rod found at the northeast corner of the said 3.04 acre tract, being on the north line of that certain 92.82 acre tract described in Volume 691, Page 481 et seq. of the said Deed Records, for a reentrant corner hereof;

THENCE with the said north line of the 92.82 acre tract, N 75° 45' 43" E, a distance of 85.44 feet to a 3/8 inch iron rod found on a northeasterly line of the said 1902.84 acre tract, for a southeasterly corner hereof;

THENCE with the said northeasterly line of the 1902.84 acre tract, the following two (2) courses:

1. N 10° 30' 33" W, a distance of 180.03 feet along a fence line to a 3/8 inch iron rod found, and
2. N 11° 19' 33" W, a distance of 2338.71 feet along a fence line to a 1/2 inch iron rod found at the base of a cedar fence post at a reentrant corner thereof, for a reentrant corner hereof;

THENCE with a southerly line of the said 1902.84 acre tract, N 78° 18' 02" E, a distance of 265.55 feet along a fence line to a 60d nail found at the base of a 12 inch diameter creosoted post at an east corner thereof, for an easterly corner hereof;

THENCE with a northeasterly line of the said 1902.84 acre tract, as fenced, the following four (4) courses:

1. N 34° 44' 31" W, a distance of 984.67 feet to a 3/8 inch iron rod set,
2. N 35° 20' 06" W, a distance of 265.68 feet to a 3/8 inch iron rod set,
3. N 35° 20' 33" W, a distance of 969.73 feet to a 60d nail found at the base of a 10 inch diameter creosoted fence post, and
4. N 34° 46' 43" W, a distance of 586.02 feet to a 1/2 inch iron rod found at the base of a 14 inch diameter Cedar tree at the northerly northeast corner of the said 1902.84 acre tract, for the northerly northeast corner hereof (this course not along a fence);

THENCE with the most northerly line of the said 1902.84 acre tract, as fenced, the following three (3) courses:

1. S 87° 28' 50" W, a distance of 137.16 feet to a 60d nail found at the base of a fence post,
2. S 84° 32' 34" W, a distance of 131.03 feet to a 60d nail found at the base of a fence post, and
3. S 86° 36' 14" W, a distance of 373.56 feet to a 1/2 inch iron found at the base of a fence post at the northwest corner of the said 1902.84 acre tract, for the northwest corner hereof;

THENCE with the upper west line of the said 1902.84 acre tract, as fenced, the following six (6) courses:

1. S 23° 22' 43" W, a distance of 133.84 feet to a 60d nail found at the base of a Cedar fence post,

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2. S 29° 04' 12" W, a distance of 1125.21 feet to a 3/8 inch iron rod set,
3. S 29° 04' 45" W, a distance of 1203.43 feet to a 3/8 inch iron rod set,
4. S 28° 05' 13" W, a distance of 536.30 feet to a 60d nail found at the base of a fence post,
5. S 29° 16' 51" W, a distance of 481.82 feet to a 60d nail found at the base of a fence post, and
6. S 28° 41' 37" W, a distance of 729.55 feet to a concrete monument found at a westerly corner of the said 1902.84 acre tract, being at a reentrant corner of the said 2094 acre tract, for a westerly corner hereof;

THENCE with an upper south line of the said 1902.84 acre tract, as fenced, the following three (3) courses:

1. S 60° 57' 49" E, a distance of 869.66 feet to a 3/8 inch iron rod set,
2. S 60° 56' 01" E, a distance of 983.82 feet to a 3/8 inch iron rod set, and
3. S 61° 00' 15" E, a distance of 794.80 feet to a 2-7/8 inch diameter iron pipe fence post found at a reentrant corner of the said 1902.84 acre tract, being at a northeast corner of the said 2094 acre tract, for a reentrant corner hereof;

THENCE with the lower west line of the said 1902.84 acre tract, as fenced, the following eight (8) courses:

1. S 29° 14' 37" W, a distance of 772.16 feet to a 60d nail found at the base of a 16 inch diameter Cedar stump,
2. S 29° 07' 34" W, a distance of 937.39 feet to a 3/8 inch iron rod set,
3. S 28° 03' 11" W, a distance of 369.99 feet to a 3/8 inch iron rod set,
4. S 28° 28' 55" W, a distance of 1989.22 feet to a 3/8 inch iron rod set,
5. S 30° 00' 41" W, a distance of 360.25 feet to a 6 inch diameter Cedar post,
6. S 30° 44' 43" W, a distance of 122.17 feet to a 6 inch diameter Cedar post,
7. S 29° 59' 29" W, a distance of 65.52 feet to a 6 inch diameter Cedar post, and
8. S 28° 12' 37" W, a distance of 649.27 feet to the POINT OF BEGINNING, containing 1151.05 acres of land, more or less.

I, Dale Allen Sultemeier, a Registered Professional Land Surveyor, do hereby certify that this description and accompanying plat was prepared from an on the ground survey performed under my direction and supervision.

SULTEMEIER SURVEYING
304 East Main
Johnson City, TX 78636
(210) 868-7308



Dale Allen Sultemeier
Dale Allen Sultemeier
Registered Professional Land
Surveyor
No. 4542 - State of Texas

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BURNET COUNTY, TEXAS

EXHIBIT A-4

A DESCRIPTION OF A 409.32 ACRE TRACT OF LAND WHICH COMPRISES PORTIONS OF THE FOLLOWING PATENT SURVEYS SITUATED IN BURNET COUNTY, TEXAS:

- **G. W. HARRIS SURVEY NO. 826, ABSTRACT NO. 421,**
- **D. O. STAVELY SR. SURVEY NO. 559, ABSTRACT NO. 853,**
- **TEX. C. RY CO. SURVEY NO. 109, AND**
- **JOSEPH KEALY SURVEY NO. 561, ABSTRACT NO. 513;**

BEING PART OF THAT CERTAIN 1902.84 ACRE TRACT OF LAND THAT WAS CONVEYED FROM SUN NLF LIMITED PARTNERSHIP TO JADAT INVESTMENTS, LTD. BY A SPECIAL WARRANTY DEED RECORDED IN VOLUME 675, PAGE 585 ET SEQ. OF THE DEED RECORDS OF SAID COUNTY; SAID 409.32 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a 3/8 inch iron rod set on the northwest R.O.W. (right-of-way) line of R. M. Highway 1174 and southeast line of the said 1902.84 acre tract, for the most easterly corner hereof;

THENCE departing from said southeast line and passing over and across the said 1902.84 acre tract with the following thirty three (33) courses:

1. **N 60° 40' 14" W, a distance of 72.90 feet to a 3/8 inch iron rod set,**
2. **N 02° 33' 59" E, a distance of 343.05 feet to a 3/8 inch iron rod set,**
3. **N 25° 21' 09" W, a distance of 27.14 feet to a 3/8 inch iron rod set,**
4. **N 58° 21' 21" W, a distance of 1189.56 feet to a 3/8 inch iron rod set,**
5. **N 70° 50' 22" W, a distance of 69.11 feet to a 3/8 inch iron rod set,**
6. **S 82° 59' 19" W, a distance of 222.89 feet to a 3/8 inch iron rod set,**
7. **N 77° 56' 31" W, a distance of 146.03 feet to a 3/8 inch iron rod set,**
8. **N 50° 22' 52" W, a distance of 321.52 feet to a 3/8 inch iron rod set,**
9. **N 45° 55' 53" W, a distance of 69.69 feet to a 3/8 inch iron rod set,**
10. **N 84° 12' 35" W, a distance of 39.04 feet to a 3/8 inch iron rod set,**
11. **S 72° 27' 16" W, a distance of 56.96 feet to a 3/8 inch iron rod set,**
12. **S 50° 54' 00" W, a distance of 259.80 feet to a 3/8 inch iron rod set,**
13. **S 36° 30' 43" W, a distance of 561.63 feet to a 3/8 inch iron rod set,**
14. **S 51° 44' 00" W, a distance of 106.98 feet to a 3/8 inch iron rod set,**
15. **N 73° 55' 43" W, a distance of 82.20 feet to a 3/8 inch iron rod set,**
16. **N 40° 49' 09" W, a distance of 310.15 feet to a 3/8 inch iron rod set,**
17. **N 57° 45' 46" W, a distance of 1502.10 feet to a 3/8 inch iron rod set,**
18. **N 58° 03' 50" W, a distance of 333.56 feet to a 3/8 inch iron rod set,**
19. **N 75° 48' 01" W, a distance of 111.88 feet to a 3/8 inch iron rod set,**
20. **S 84° 58' 42" W, a distance of 80.16 feet to a 3/8 inch iron rod set,**
21. **S 52° 20' 15" W, a distance of 119.69 feet to a 3/8 inch iron rod set,**
22. **S 79° 25' 56" W, a distance of 78.21 feet to a 3/8 inch iron rod set,**
23. **N 44° 16' 00" W, a distance of 80.33 feet to a 3/8 inch iron rod set,**

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24. N 10° 65' 43" W, a distance of 305.60 feet to a 3/8 inch iron rod set,
25. N 63° 39' 10" W, a distance of 79.32 feet to a 3/8 inch iron rod set,
26. S 34° 49' 14" W, a distance of 148.39 feet to a 3/8 inch iron rod set,
27. S 18° 17' 32" W, a distance of 183.17 feet to a 3/8 inch iron rod set,
28. S 26° 13' 10" W, a distance of 173.06 feet to a 3/8 inch iron rod set,
29. S 15° 17' 20" W, a distance of 363.45 feet to a 3/8 inch iron rod set,
30. S 11° 36' 34" W, a distance of 711.45 feet to a 3/8 inch iron rod set,
31. S 00° 47' 21" W, a distance of 315.06 feet to a 3/8 inch iron rod set,
32. S 26° 22' 01" W, a distance of 164.32 feet to a 3/8 inch iron rod set, and
33. a distance of 6.47 feet along the arc of a curve to the right having a central angle of 05° 13' 17", a radius of 60.00 feet and a chord bearing of S 41° 00' 02" E, a distance of 6.47 feet to a 3/8 inch iron set on the north line of that certain 31.03 acre tract described in Volume 691, Page 418 et seq. of the said Deed Records, for a southwesterly corner hereof;

THENCE with the north and east line of the said 31.03 acre tract, the following eight (8) courses:

1. S 34° 19' 16" E, a distance of 247.57 feet to a 1/2 inch iron rod found,
2. S 40° 29' 40" E, a distance of 210.50 feet to a 1/2 inch iron rod found,
3. S 41° 15' 21" E, a distance of 200.60 feet to a 1/2 inch iron rod found,
4. N 60° 11' 04" E, a distance of 283.86 feet to a 2-7/8 inch diameter iron pipe found,
5. S 35° 06' 17" E, a distance of 464.76 feet to a 1/2 inch iron rod found,
6. S 42° 11' 10" E, a distance of 355.26 feet to a 1/2 inch iron rod found,
7. S 49° 17' 34" E, a distance of 147.94 feet to a 2-7/8 inch diameter iron pipe found at the easterly northeast corner of the said 31.03 acre tract, and
8. S 39° 30' 16" W, a distance of 248.34 feet to a 2-7/8 inch diameter iron pipe found on a southerly line of the said 1902.84 acre tract, being at the southeast corner of the said 31.03 acre tract, for a westerly corner hereof;

THENCE with the said south line of the 1902.84 acre tract, as fenced, the following six (6) courses:

1. S 77° 24' 17" E, a distance of 244.36 feet to a 14 inch diameter Cedar tree,
2. N 83° 49' 03" E, a distance of 262.99 feet to a 12 inch diameter Cedar tree,
3. S 82° 38' 47" E, a distance of 160.26 feet to a 16 inch diameter Cedar tree,
4. S 64° 37' 08" E, a distance of 173.10 feet to a 16 inch diameter Cedar tree,
5. S 76° 43' 34" E, a distance of 94.90 feet to a 1/2 inch iron rod found at a Cedar fence post, and
6. S 64° 04' 49" E, a distance of 362.61 feet to a 3/8 inch iron rod found at a Cedar fence post at a reentrant corner of the said 1902.84 acre tract, for a reentrant corner hereof;

THENCE with a lower westerly line of the said 1902.84 acre tract, as fenced, the following four (4) courses:

1. S 32° 22' 11" W, a distance of 710.99 feet to a Cedar fence post,

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2. S 32° 07' 22" W, a distance of 944.38 feet to a 3/8 inch iron rod set at a Cedar fence post,
3. S 00° 50' 23" E, a distance of 252.12 feet to a 1 1/2 inch nail found at the base of a Cedar fence post at a southwest corner of the said 1902.84 acre tract, and
4. S 28° 31' 11" E, a distance of 96.66 feet to a 1 1/2 inch nail found at the base of a Cedar fence post at a southwesterly corner of the said 1902.84 acre tract, for the southwesterly corner hereof;

THENCE with a south line of the said 1902.84 acre tract, as fenced, the following three (3) courses:

1. S 57° 14' 33" E, a distance of 366.34 feet to a 2-7/8 inch diameter iron pipe,
2. S 56° 51' 21" E, a distance of 418.04 feet to a 40p nail found at a 14 inch diameter Elm tree, and
3. S 57° 15' 04" E, a distance of 884.05 feet to a 3/8 inch iron rod found at a fence post on the said northwest R.O.W. line of R. M. 1174, being at the most southerly corner of the said 1902.84 acre tract, for the most southerly corner hereof;

THENCE with said R.O.W. line, the following ten (10) courses:

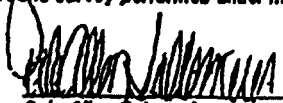
1. N 71° 32' 27" E, a distance of 162.36 feet to a concrete R.O.W. monument found,
2. N 53° 06' 56" E, a distance of 178.53 feet to a concrete R.O.W. monument found,
3. N 53° 27' 41" E, a distance of 15.58 feet to a concrete R.O.W. monument found,
4. N 62° 40' 13" E, a distance of 392.46 feet to a concrete R.O.W. monument found,
5. N 57° 29' 38" E, a distance of 216.27 feet to a concrete R.O.W. monument found at the beginning of a curve,
6. a distance of 412.80 feet along the arc of a curve to the left having a central angle of 21° 34' 53", a radius of 1098.92 feet and a chord bearing of N 27° 34' 20" E, a distance of 410.36 feet to a brass R.O.W. disc found at the end of said curve,
7. N 16° 47' 18" E, a distance of 1060.54 feet to a concrete R.O.W. monument found at the beginning of a curve,
8. a distance of 515.01 feet along the arc of a curve to right having a central angle of 15° 03' 22", a radius of 1959.86 feet and a chord bearing of N 24° 14' 29" E, a distance of 513.53 feet to a concrete R.O.W. monument found at the end of said curve,
9. N 31° 47' 44" E, a distance of 1459.07 feet to a concrete R.O.W. monument found, and
10. N 31° 46' 01" E, a distance of 623.18 feet to the POINT OF BEGINNING, containing 409.32 acres of land, more or less.

OFFICIAL PUBLIC RECORD
 BURNET COUNTY, TEXAS

I, Dale Allen Sultemeier, a Registered Professional Land Surveyor, do hereby certify that this description and accompanying plat was prepared from an on the ground survey performed under my direction and supervision.

SULTEMEIER SURVEYING
 304 East Main
 Johnson City, TX 78636
 (210) 868-7308




 Dale Allen Sultemeier
 Registered Professional Land
 Surveyor
 No. 4542 - State of Texas

2-7-97

EXHIBIT A-5

A DESCRIPTION OF A 127.84 ACRE TRACT OF LAND WHICH COMPRISES PORTIONS OF THE FOLLOWING PATENT SURVEYS SITUATED IN BURNET COUNTY, TEXAS:

- G. W. HARRIS SURVEY NO. 826, ABSTRACT NO. 421,
- H. O. STAVELY SR. SURVEY NO. 659, ABSTRACT NO. 853, AND
- TEX. C. RY CO. SURVEY NO. 109;

BEING PART OF THAT CERTAIN 1902.84 ACRE TRACT OF LAND THAT WAS CONVEYED FROM SUN NLF LIMITED PARTNERSHIP TO JABAT INVESTMENTS, LTD. BY A SPECIAL WARRANTY DEED RECORDED IN VOLUME 676, PAGE 645 ET SEQ. OF THE DEED RECORDS OF SAID COUNTY; SAID 127.84 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a 3/8 inch iron rod set on a southerly line of the said 1902.84 acre tract at the southwest corner of a 31.03 acre tract described in Volume 691, Page 418 et seq. of the said Deed Records, for the southeasterly corner hereof;

THENCE with said southerly line, as fenced, the following five (5) courses:

1. S 78° 21' 21" W, a distance of 1697.99 feet to a 6 inch diameter Cedar fence post,
2. S 77° 01' 47" W, a distance of 50.35 feet to an 18 inch diameter Cedar tree,
3. S 78° 53' 18" W, a distance of 728.90 feet to a 1/2 inch iron rod found at the base of a Cedar post,
4. S 78° 34' 29" W, a distance of 1669.48 feet to a 12 inch diameter Cedar tree, and
5. S 67° 12' 01" W, a distance of 33.27 feet to a 3/8 inch iron rod found at the base of a 14 inch diameter Cedar tree, for the westerly corner hereof;

THENCE departing from said southerly line and passing over the said 1902.84 acre tract with the following two (2) courses:

1. N 67° 21' 06" E, a distance of 1856.49 feet to a 3/8 inch iron rod set, and
2. N 39° 26' 26" E, a distance of 4330.23 feet to a 3/8 inch iron rod set for the northwest corner hereof;

THENCE continuing over and across the said 1902.84 acre tract, S 64° 06' 48" E, a distance of 353.65 feet to a 3/8 inch iron rod set on the west line of a 60 foot wide roadway easement described in said Volume 691, Page 418, for the northeast corner hereof;

THENCE continuing over the said 1902.84 acre tract with the said west line of the 60 foot roadway easement, the following nine (9) courses:

1. S 34° 49' 14" W, a distance of 147.89 feet to a 3/8 inch iron rod set,
2. S 18° 17' 32" W, a distance of 100.25 feet to a 3/8 inch iron rod set,
3. S 26° 13' 10" W, a distance of 174.64 feet to a 3/8 inch iron rod set,
4. S 16° 17' 20" W, a distance of 370.69 feet to a 3/8 inch iron rod set,
5. S 11° 36' 34" W, a distance of 714.86 feet to a 3/8 inch iron rod set,
6. S 00° 47' 21" W, a distance of 307.80 feet to a 3/8 inch iron rod set,
7. S 26° 22' 01" W, a distance of 136.24 feet to a 3/8 inch iron rod set,
8. S 29° 26' 26" W, a distance of 12.62 feet to a 3/8 inch iron rod set at the beginning of the arc of a curve of a cul-de-sac, and
9. a distance of 144.67 feet along the arc of a curve to the left having a central angle of 138° 09' 07", a radius of 60.00 feet and a chord bearing of S 20° 21' 52" W, a distance of 112.09 feet to a 3/8 inch iron rod set on the northerly line of the said 31.03 acre tract;

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THENCE with the northerly and southwesterly line of the said 31.03 acre tract, the following four (4) courses:

1. **S 41° 17' 16" W, a distance of 256.67 feet to a 60d nail found,**
3. **S 72° 44' 10" W, a distance of 130.93 feet to a 60d nail found,**
4. **S 60° 56' 41" W, a distance of 233.23 feet to a 3/8 inch iron rod set at the westerly corner of the said 31.03 acre tract, and**
5. **S 30° 39' 13" E, a distance of 1111.19 feet to the POINT OF BEGINNING, containing 127.84 acres of land, more or less.**

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OFFICIAL PUBLIC RECORD
SHERIFF COUNTY, TEXAS

I, Dale Allen Sultemeier, a Registered Professional Land Surveyor, do hereby certify that this description and accompanying plat was prepared from an on the ground survey performed under my direction and supervision.

**SULTEMEIER SURVEYING
304 East Main
Johnson City, TX 76036
(210) 868-7308**



[Signature]
**Dale Allen Sultemeier
Registered Professional Land
Surveyor
No. 4542 - State of Texas**

2-7-97

STATE OF TEXAS
COUNTY OF BURNET

I hereby certify that this instrument was FILED on this date
and at the time stamped hereon by me and was duly
RECORDED in the OFFICIAL PUBLIC RECORDS
OF BURNET COUNTY, TEXAS in the volume
and Page as shown.



Janet Parker
County Clerk
Burnet County, Texas
By [Signature]
DEPUTY

Any provision herein which restricts the sale, rental or use
of the described real property because of color or race is
invalid and unenforceable under federal law.

SCANNED

013279

FILED

2004 NOV -3 PM 4:28

JANET PARKER
COUNTY CLERK
BURNET COUNTY, TEXAS

1285 0489

OFFICIAL PUBLIC RECORD
BURNET COUNTY, TEXAS