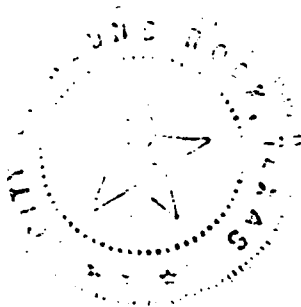


THE STATE OF TEXAS *
COUNTY OF WILLIAMSON *
CITY OF ROUND ROCK *

I, JOANNE LAND, Assistant City Manager/City Secretary of the City of Round Rock, Texas, do hereby certify that the above and foregoing is a true and correct copy of an ordinance passed and adopted by the City Council of the City of Round Rock, Texas, at a meeting held on the 28th day of September 19 95 which is recorded in the minutes of the City of Round Rock in Book 34.

CERTIFIED by my hand and seal of the City of Round Rock, Texas on this 15th day of November 19 95

Joanne Land
JOANNE LAND,
Assistant City Manager/
City Secretary



ORDINANCE NO. Z-95-09-28-9J

AN ORDINANCE AMENDING ORDINANCE NO. Z-94-10-27-9D, ADOPTED BY THE CITY COUNCIL OF ROUND ROCK, TEXAS, ON OCTOBER 27, 1994, BY DELETING EXHIBIT "B" TO SAID ORDINANCE, THE DEVELOPMENT PLAN OF PUD NO. 15, AND REPLACING IT WITH A NEW EXHIBIT "B", ENTITLED AN AGREEMENT AND DEVELOPMENT PLAN FOR PUD NO. 15, PROVIDING FOR A SAVINGS CLAUSE AND REPEALING CONFLICTING ORDINANCES OR RESOLUTIONS.

WHEREAS, on October 27, 1994, the City Council of the City of Round Rock, Texas, adopted Ordinance No. Z-94-10-27-9D, which established PUD No. 15, and

WHEREAS, an application has been made to the City Council of the City of Round Rock, Texas to delete Exhibit "B" of said Ordinance, and replace it with a new Exhibit "B", and

WHEREAS, the Planning and Zoning Commission held a public hearing concerning the requested amendment to Ordinance No. Z-94-10-27-9D on the 6th day of September, 1995, following lawful publication of said public hearing, and

WHEREAS, after considering the public testimony received at such hearing, the Planning and Zoning Commission has recommended that Ordinance No. Z-93-12-09-9F be amended, and

WHEREAS, on the 14th day of September, 1995, after proper notification, the City Council held a public hearing on the requested amendment to Ordinance No. Z-94-10-27-9D, and

WHEREAS, the City Council determined that the requested amendment to Ordinance No. Z-94-10-27-9D promotes the health, safety, morals and general welfare of the community, and

WHEREAS, each and every requirement set forth in Chapter 211, Sub-Chapter A., Texas Local Government Code, and Section 11.300, Code of Ordinances, 1990 Edition, City of Round Rock, Texas concerning public notices, hearings, and other procedural matters has been fully complied with, Now Therefore

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF ROUND ROCK, TEXAS, THAT:

I.

That the City Council hereby determines that the proposed amendment Ordinance No. Z-94-10-27-9D, creating Planned Unit Development (PUD) District #15 meets the following goals and objectives:

- (1) The amendment to P.U.D. #15 is equal to or superior to development that would occur under the standard ordinance requirements.
- (2) The amendment to P.U.D. #15 is in harmony with the general purposes, goals, objectives and standards of the General Plan.
- (3) The amendment to P.U.D. #15 does not have an undue adverse effect on adjacent property, the character of the neighborhood, traffic conditions, parking, utilities or any other matters affecting the public health, safety and general welfare.

II.

That Exhibit "B" of Ordinance No. Z-94-10-27-9D, is hereby deleted in its entirety and replaced with a new Exhibit "B",

entitled an Agreement and Development Plan for PUD No. 15, which is attached hereto and incorporated herein.

III.

A. All ordinances, parts of ordinances, or resolutions in conflict herewith are expressly repealed.

B. The invalidity of any section or provision of this ordinance shall not invalidate other sections or provisions thereof.

Alternative 1.

By motion duly made, seconded and passed with an affirmative vote of all the Council members present, the requirement for reading this ordinance on two separate days was dispensed with.

READ, PASSED, and ADOPTED on first reading this 28th day of September, 1995.

Alternative 2.

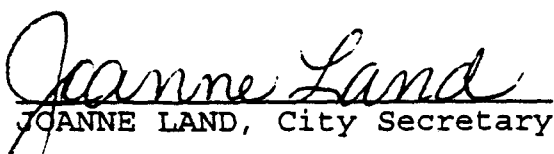
READ and APPROVED on first reading this the _____ day of _____, 1995.

READ, APPROVED and ADOPTED on second reading this the _____ day of _____, 1995.



CHARLES CULPEPPER, Mayor
City of Round Rock, Texas

ATTEST:



JOANNE LAND, City Secretary

THE STATE OF TEXAS
COUNTY OF WILLIAMSON

§
§
§

AGREEMENT AND
DEVELOPMENT PLAN
FOR SPRINGRIDGE
PUD NO. 15

THIS AGREEMENT and Development Plan is made and entered by and between the City of Round Rock, Texas, a Texas municipal corporation, having its offices at 221 East Main Street, Round Rock, Texas 78664 (hereinafter referred to as the "City"), and THE ALBORZ CORPORATION and AUSTIN CUSTOM HOME BUILDERS JOINT VENTURE, their respective successors and assigns, having its offices at 4210 Spicewood Springs Road, Suite 209, Austin, Texas 78759 (hereinafter referred to as the "Owner").

WHEREAS, the Owner has submitted a request to the City to re-zone 63.33 acres of land, more or less, as a Planned Unit Development ("PUD"), said acreage being more particularly described by metes and bounds in Exhibit "A" attached hereto and made a part hereof (hereinafter referred to as the "Property"), and

WHEREAS, on September 20, 1995, the Planning and Zoning Commission recommended approval of the Owner's application for a PUD, and

WHEREAS, pursuant to Chapter 11, Section 11.316(8), Code of Ordinances (1995 Edition), City of Round Rock, Texas, the Owner has submitted a Development Plan, attached hereto and incorporated herein as a part of this Agreement, said Development Plan stating in detail all development conditions and requirements within the PUD,

NOW THEREFORE BY THIS AGREEMENT WITNESSETH that, in consideration of the covenants and conditions set forth herein, the City and the Owner agree as follows:

I.

GENERAL PROVISIONS

1. CONFORMITY TO DEVELOPMENT PLAN

That all uses and development within the Property shall conform to the Development Plan included in Section II herein. This Agreement amends Planned Unit Development No. 15 and 10.867 acres (shown as Tracts X and Y on Exhibit "C") remain zoned for commercial use in accordance with the Agreement and Development Plan attached to City of Round Rock Ordinance No. Z-94-10-27-9D and recorded in Volume 2638, Page 699, Official Records, Williamson County, Texas. The remaining 63.33 acres of that agreement are replaced by this Agreement and all uses and development within said Property shall conform to the Development Plan included in Section II herein.

2. CHANGES AND MODIFICATIONS

That no changes or modifications will be made to this Agreement unless all provisions pertaining to changes or modifications as stated in Section II.15 below are followed.

3. ZONING VIOLATION

That the Owner understands that any person, firm, corporation or other entity violating any conditions or terms of the Development Plan shall be subject to any and all penalties for the violation of any zoning ordinance as stated in Section 1.601, Code of Ordinances, (1995 Edition), City of Round Rock, Texas, as amended.

4. LIENHOLDER CONSENT

That the lienholder of record has consented to this Agreement and Development Plan, including any and all dedications to the public. A lienholder consent is attached hereto and incorporated herein as Exhibit "B".

5. MISCELLANEOUS PROVISIONS

5.1 Assignment.

Neither party may assign its rights and obligations under this Agreement without having first obtained the prior written consent of the other which consent shall not be unreasonably withheld. This section shall not prevent the Owner from conveying the property, together with all development rights and obligations contained in this Agreement and Development Plan.

5.2 Necessary Documents and Actions.

Each party agrees to execute and deliver all such other and further instruments and undertake such actions as are or may become necessary or convenient to effectuate the purposes and intent of this Agreement.

5.3 Severability.

In case any one or more provisions contained herein are deemed invalid, illegal or unenforceable in any respect, such invalidity, illegality or unenforceability shall not affect any other provision hereof and in such event, this Agreement shall be construed as if such invalid, illegal or unenforceable provision had never been contained herein.

5.4 Entire Agreement.

This Agreement constitutes the entire agreement of the parties and supersedes any prior or contemporaneous oral or written understandings or representations of the parties respecting the subject matter hereof.

5.5 Applicable Law.

This Agreement shall be construed under and in accordance with the laws of the State of Texas.

5.6 Venue.

All obligations of the parties created hereunder are performable in Williamson County, Texas and venue for any action arising hereunder shall be in Williamson County.

5.7 No Third Party Beneficiaries.

Nothing in this Agreement, express or implied, is intended to confer upon any person or entity, other than the parties hereto, any rights, benefits, or remedies under or by reason of this Agreement.

5.8 Duplicate Originals.

This Agreement may be executed in duplicate originals each of equal dignity.

5.9 Notices.

Until changed by written notice thereof any notice required under this Agreement may be given to the respective parties by certified mail, postage prepaid or by hand-delivery to the address of the other party shown below:

OWNER

Alborz Corporation
4210 Spicewood Springs Road
Suite 209
Austin, Texas 78759
Attn: Mike Hassibi

ROUND ROCK

City of Round Rock, Texas
221 East Main Street
Round Rock, Texas 78664
Attn: Director of Planning

5.10 Effective Date.

This Agreement shall be effective from and after the date of due execution hereof by all parties.

II.

DEVELOPMENT PLAN

1. DEFINITIONS

Words and terms used herein shall have their usual force and meaning, or as defined in the Code of Ordinances (1995 Edition), City of Round Rock, Texas, hereinafter referred to as "the Code".

2. PROPERTY

This Development Plan ("Plan") covers 63.33 acres of land, located within the city limits of Round Rock, Texas, and more particularly described by metes and bounds in Exhibit "A", attached hereto and incorporated herein.

3. PURPOSE

The purpose of this Plan is to insure a Planned Unit Development ("PUD") that 1) is equal to or superior to development that would occur under the standard ordinance requirements, 2) is in harmony with the General Plan, 3) does not have an undue adverse affect upon adjacent property, the character of the neighborhood, traffic conditions, parking, utilities or any other matters affecting the public health, safety and welfare, 4) is adequately provisioned by essential public facilities and services, and 5) will be developed and maintained so as to not dominate, by scale and massing of structures, the immediate neighboring properties or interfere with their development or use in accordance with any existing zoning district.

4. APPLICABILITY OF CITY ORDINANCES

4.1 Zoning and Subdivision Ordinances

The Property shall be regulated for purposes of zoning and subdivision by this Plan. All aspects not specifically covered by this Plan shall be regulated by applicable sections in the Code.

4.2 Other Ordinances

All other Ordinances within the Code shall apply to the Property, except where clearly modified by this Plan.

5. PERMITTED USES

The property listed below shall be used and developed as follows and shall conform to all requirements as set forth in

this Agreement and Plan and, if not set forth herein, by applicable sections in the Code:

5.1 Parcel One

The permitted uses of Parcel One, more particularly described in Exhibit "C", attached hereto and incorporated herein, shall be either as (MF) Multi-Family Residential, except as modified in Exhibit "F", attached hereto and incorporated herein, or as (I-2) Industrial Park, except as modified in Exhibit "E", attached hereto and incorporated herein, but not both.

5.2 Parcel Two

The permitted uses of Parcel Two, more particularly described in Exhibit "C", attached hereto and incorporated herein, shall be either as (SF-2) Single Family Residential, except as modified in Exhibit "D", attached hereto and incorporated herein, or as (I-2) Industrial Park, except as modified in Exhibit "E", attached hereto and incorporated herein, but not both.

5.3 Parcel Three

The permitted uses of Parcel Three, more particularly described in Exhibit "C", attached hereto and incorporated herein, shall be either as (SF-2) Single Family Residential, except as modified in Exhibit "D", attached hereto and incorporated herein, or as (I-2) Industrial Park, except as modified in Exhibit "E", attached hereto and incorporated herein, but not both.

6. LOT SIZES

The minimum lot size for Parcels Two and Three shall be as modified in Exhibits "D" and "E", attached hereto, as applicable to each parcel and its designated use.

7. BUILDINGS

Building size, dimension, height, and setbacks for all parcels shall be as modified in Exhibits "D", "E" and "F", attached hereto, as applicable to each parcel and its designated use.

8. LANDSCAPING and BUFFERING

Landscaping and buffering shall be as modified in Exhibits "D", "E" and "F", attached hereto, as applicable to each parcel and its designated use.

9. SIDEWALKS

All sidewalks shall be constructed pursuant to Section 8.604 of the Code, except sidewalks shall not be required along Louis Henna Boulevard or Schultz Lane.

10. UTILITIES

10.1 Public Improvement District

The Property is included within the Southeast Public Improvement District, which was created to construct a 16 inch waterline loop connecting an existing 16 inch waterline in Louis Henna Boulevard to a 16 inch waterline in High Country Boulevard. The City of Round Rock shall make its best efforts to design and commence construction of the 16 inch waterline within thirty (30) days after final adoption of the Southeast Public Improvement District.

10.2 Water and Wastewater Line Capacity

The creation of the Southeast Public Improvement District will accommodate approximately 336 Living Unit Equivalents (LUE's) within the PUD. Living Unit Equivalents shall be calculated as follows:

Single family residence: 1.0 LUE

Apartment of Condominium unit: 0.5 LUE

Business park: 2.4 LUE/acre

Commercial: 2.4 LUE/acre

11. AMENITY AREAS FOR PARCEL ONE, IF SINGLE FAMILY RESIDENTIAL

Private amenity areas may be developed, owned and maintained by the Owner or a Property Owner's Association and such amenities other than swimming pools and buildings may be located within the 100 year flood plain, provided said construction is approved by the Director of Public Works.

12. CONSTRUCTION

12.1 Access

Approved driveway access to Louis Henna Boulevard from Parcels One, Two and Three, as shown on Exhibit "C", shall be provided by private access easement across Parcels X and Y, as shown on Exhibit "C".

12.2 Utilities

Except where approved in writing by the Director of Public Works, all electrical, telephone and cablevision distribution and service lines, other than overhead lines three-phase or larger, shall be placed underground.

13. CHANGES TO AGREEMENT AND DEVELOPMENT PLAN

13.1 Minor Changes

Minor changes to this Agreement or Plan required by engineering or other circumstances which do not substantially change this Plan may be approved by the Director of Planning and Public Works.

13.2 Major Changes

Major changes shall be resubmitted following the same procedure required in the original PUD application.

13.3 Changes in Writing

Neither this Agreement or Plan nor any provision hereof may be waived, modified, amended, discharged, or terminated except by an instrument in writing signed by the City and the current Owner.

14. PROPERTY OWNER'S ASSOCIATION

14.1 Review and Approval Before Recordation of Final Plat

A Property Owner's Association shall be established at time of final platting of any Single Family residential property located within the PUD. The association's creation documents shall be submitted for review and approval to the Director of Planning and Community Development and the City Attorney at the final plat stage. These documents shall be recorded with the final plat and shall contain all of the items listed in Exhibit "G", attached hereto and incorporated herein, to insure incorporation of the items listed in Exhibit "G" .

14.2 Responsibilities of Association

In addition to other responsibilities imposed on the association in this Plan, the association shall be responsible for maintaining all landscaping, irrigation systems, greenbelts and amenity areas within the PUD not dedicated to the City.

14.3 Enforcement of Deed Restrictions

The Property Owner's Association shall be the entity responsible for enforcing the deed restrictions. Although the City reserves the right to review, approve and enforce deed restrictions as well as any amendments or modifications to the deed restrictions, it is not the intent of the City to assume responsibilities normally reserved to a Property Owner's Association.

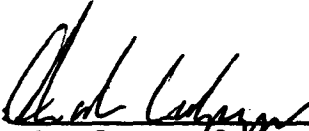
15. GENERAL PLAN AMENDED

The Round Rock General Plan 1990 is hereby amended to reflect the provisions of this agreement.

16. BINDING EFFECT

This Agreement and Plan binds and is to the benefit of the respective heirs, successors and assigns of the Owner.

CITY OF ROUND ROCK

By: 
Charles Culpepper, Mayor

Date: 9-28-95

ALBORZ CORPORATION

By: 
MIKE HASSIBI, President

AUSTIN CUSTOM HOME BUILDERS

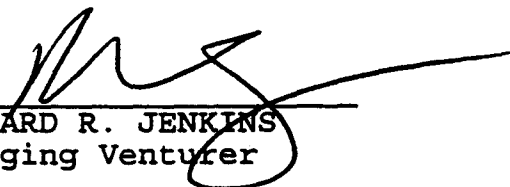
BY: 
RICHARD R. JENKINS
Managing Venturer

EXHIBIT A

TRACT NO. 1

DESCRIPTION OF 18.32 ACRES, MORE OR LESS, OF LAND AREA, IN THE WILLIAM BARKER SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THOSE TRACTS OF LAND CONVEYED TO ALBORZ CORPORATION AND AUSTIN CUSTOM HOME BUILDERS, BY DEEDS OF RECORD IN VOLUME 2472, PAGE 411, AND VOLUME 2495, PAGE 257, OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

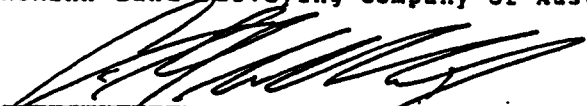
BEGINNING at a point in the northwest line the aforementioned Alborz Tracts, same being the southeast line of that 5.00 acre tract of land described in a deed dated November 20, 1974 from Eartheal C. Henderson, et ux, to Larry T. Gill, as recorded in Volume 600, Page 416 of the Williamson County Deed Records, and being the northwest corner of the herein described tract of land, from which, an iron rod found in the south line of County Road No. 170, for the northwest corner of the Alborz Tracts bears N 29°08'45"E 212.08 feet;

THENCE leaving the PLACE OF BEGINNING and the aforementioned Gill Tract, and crossing the Alborz Tracts, the following nine (9) courses:

1. N 74°09'30"E 992.62 feet to the beginning of a right breaking curve;
2. with said right breaking curve having a radius length of 1850.00 feet, an arc length of 687.77 feet, and a chord which bears N 84°49'15"E 683.82 feet;
3. S 84°33'45"E 15.08 feet to the northeast corner of the herein described tract of land;
4. S 05°26'15"W 20.00 feet;
5. S 01°04'15"E 40.00 feet to a right breaking curve;
6. with said right breaking curve having a radius length of 365.00 feet, an arc length of 265.13 feet, and a chord which bears S 29°08'15"W 259.3 feet;
7. S 49°56'45"W 164.67 feet to the beginning of a left breaking curve;
8. with said left breaking curve having a radius length of 527.22 feet, an arc length of 235.81 feet, and a chord which bears S 37°38'00"W 233.85 feet; and
9. S 24°19'15"W 373.05 feet to a point in the south line of the Alborz Tracts, same being the north line of that 17 acre tract of land described in a deed dated February 17, 1967, from James K. Eichelberger, Jr., to Edgar S. Daugherty, as recorded in Volume 517, Page 445 of the Williamson County Deed Records, for the southeast corner of the herein described tract of land;

THENCE with the common line of the Alborz tracts and the aforementioned Daugherty Tract, N 65°40'45"W 1253.66 feet to an iron rod found for the southwest corner of the Alborz Tracts, same being the north corner of the Daugherty Tract, and being the southwest corner of the herein described tract of land;

THENCE leaving the Daugherty Tract, with the common line of the Alborz Tracts, and the Gill Tract, N 29°08'45" E 81.55 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 18 acres, more or less, of land area, as described from record information and measurements made on the ground on January 8, 1994 by McMinn Land Surveying Company of Austin, Texas.



C. Michael McMinn, Jr., R.P.L.S. No. 4267
McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

DATE : August 30, 1995
SURVEY : WILLIAM BARKER SURVEY ABSTRACT NO. 107.
COUNTY : Williamson, Texas.

J.O. No. : 012294
LNDADSR

TRACT NO. 2

DESCRIPTION OF 17.26 ACRES, MORE OR LESS, OF LAND AREA, IN THE WILLIAM BARKER SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THOSE TRACTS OF LAND CONVEYED TO ALBORZ CORPORATION AND A NUMBER OF CUSTOM HOME BUILDERS, BY DEEDS OF RECORD IN VOLUME 2472, PAGE 41 AND VOLUME 2495, PAGE 257, OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a point in the south line the aforementioned Alborz Tracts, same being the north line of that 17 acre tract of land described in a deed dated February 17, 1967, from James K. Eichelberger, Jr., to Edgar S. Daugherty, as recorded in Volume 517, Page 445 of the Williamson County Deed Records, for the southwest corner of the herein described tract of land, from which, an iron rod found in the south line of County Road No. 170, for the northwest corner of the Alborz Tracts bears N 65°40'45"W 1253.66 feet, and N 29°08'45"E 293.62 feet;

THENCE leaving the PLACE OF BEGINNING and the aforementioned Daugherty Tract, and crossing the Alborz Tracts, the following nine (9) courses:

1. N 24°19'15"E 373.05 feet to the beginning of a right breaking curve;
2. with said right breaking curve having a radius length of 527.22 feet, an arc length of 235.81 feet, and a chord which bears N 37°38'00"E 233.85 feet;
3. N 49°56'45"W 164.67 feet to the beginning of a left breaking curve;
4. with said left breaking curve having a radius length of 365.00 feet, an arc length of 265.13 feet, and a chord which bears N 29°08'15"W 259.34 feet;
5. N 01°04'15"W 40.00 feet;
6. N 05°26'15"E 20.00 feet to the northwest corner of the herein described tract of land;
7. S 84°33'45"E 575.92 feet to the northeast corner of the herein described tract of land;
8. S 13°48'45"E 154.50 feet
9. S 47°00'00"W 73.27 feet;
10. S 28°27'45"W 205.49 feet;
11. S 29°28'00"W 335.74 feet;
12. S 37°16'30"W 81.69 feet;
13. S 04°45'15"W 25.85 feet;
14. S 22°47'00"W 136.53 feet;

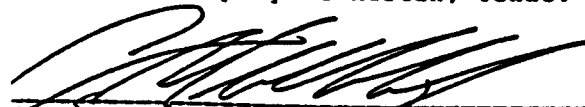
15. S 21°50'15"E 27.41 feet;

16. S 20°34'00"E 66.63 feet;

17. S 26°50'30"W 62.30 feet; and

18. S 42°27'15"W 160.00 feet to a point in the south line of the Alborz Tracts, same being the north line the aforementioned Daugherty Tract, and being the southeast corner of the herein described tract of land;

THENCE with the common line of the Alborz Tracts and the Daugherty Tract, N 65°40'45"W 696.61 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 17.26 acres, more or less, of land area, as described from record information and measurements made on the ground on January 8, 1994 by McMinn Land Surveying Company of Austin, Texas.



Michael McMinn, Jr. R.P.L.S. No. 4267
McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

DATE : August 30, 1995
SURVEY : WILLIAM BARKER SURVEY ABSTRACT NO. 107.
COUNTY : Williamson, Texas.

J.O. No. : 012294
LNF R

TRACT NO. 3

DESCRIPTION OF 27.48 ACRES, MORE OR LESS, OF LAND AREA, IN THE WILLIAM BARBER SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THOSE TRACTS OF LAND CONVEYED TO ALBORZ CORPORATION AND ALBORZ CUSTOM HOME BUILDERS, BY DEEDS OF RECORD IN VOLUME 2472, PAGE 411, AND VOLUME 2495, PAGE 257, OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a point in the south line the aforementioned Alborz Tracts, same being the north line of that 17 acre tract of land described in a deed dated February 17, 1967, from James K. Eichelberger, Jr., to Edgar S. Daugherty, as recorded in Volume 517, Page 445 of the Williamson County Deed Records, for the southwest corner of the herein described tract of land, from which, an iron rod found in the south line of County Road No. 170, for the northwest corner of the Alborz Tracts bears N 65°40'45"W 1950.27 feet, and N 29°08'45"E 293.62 feet;


THENCE leaving the PLACE OF BEGINNING and the aforementioned Daugherty Tract, and crossing the Alborz Tracts, the following twelve (12) courses:

1. N 42°27'15"E 160.00 feet
2. N 26°50'30"E 62.30 feet;
3. N 20°34'00"W 66.63 feet;
4. N 21°50'15"W 27.41 feet;
5. N 22°47'00"E 136.53 feet;
6. N 04°45'15"E 25.85 feet;
- N 37°16'30"E 81.69 feet;
8. N 29°28'00"E 335.74 feet;
9. N 28°27'45"E 205.49 feet;
10. N 47°00'00"E 73.27 feet;
11. N 13°48'45"W 154.50 feet to the northwest corner of the herein described tract of land;
12. S 84°33'45"E 1003.37 feet to the southeast line of the Alborz Tract, same being the northwest line of Schultz Lane, for the east corner of the herein described tract of land;

THENCE with the common line of Schultz Lane and the Alborz Tracts, the following four (4) courses:

1. with a right breaking curve having a radius length of 556.88 feet, an arc length of 105.65 feet, and a chord which bears S 23°51'34"W 105.49 to an iron rod found;
2. S 29°20'55"W 164.28 feet to an iron rod found;
3. S 23°20' W 39.59 feet to an iron rod found; and
4. S 29°16'20" W 1270.12 feet to a concrete monument found for the south corner of the Alborz Tracts. same being the east corner of the aforementioned Daugherty Tract, and being the south corner of the herein described tract of land;

THENCE leaving Schultz Lane , with the common line of the Alborz Tracts and the aforreferenced Daugherty Tract, N 65°40'45"W 796.42 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 27.48 acres, more or less, of land area, as described from record information and measurements made on the ground on January 8, 1994 by McMinn Land Surveying Company of Austin, Texas.



C. Michael McMinn, Jr., R.S. No. 4267
McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

DATE : August 30, 1995
SURVEY : WILLIAM BARKER SURVEY ABSTRACT NO. 107.
COUNTY : Williamson, Texas.

J.O. No. : 012294
LNDAPSR

ZONING TRACT NO. 4


DESCRIPTION OF 0.275 OF AN ACRE, MORE OR LESS, OF LAND AREA, IN THE WILLIAM BARKER SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THOSE TRACTS OF LAND CONVEYED TO ALBORZ CORPORATION AND AUSTIN CUSTOM HOME BUILDERS, BY DEEDS OF RECORD IN VOLUME 2472, PAGE 411, AND VOLUME 2495, PAGE 257, OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a point in the south line of County Road No. 170, same being the north line of the aforementioned Alborz Tracts, for the northwest corner of the herein described tract of land, from which, an iron rod found for the northwest corner of the Alborz Tracts bears N 84°32'00"W 15.00 feet, S 87°11'30"W 575.94 feet, S 76°32'28"W 165.55 feet, and S 74°09'35"W 842.72 feet;

THENCE leaving the PLACE OF BEGINNING, with the common line of County Road No. 170, and the Alborz Tracts, S 84°32'00"E 80.00 feet to the northeast corner of the herein described tract of land;

THENCE leaving County Road No. 170, and crossing the Alborz Tracts, the following three (3) courses:

1. S 05°26'15"W 149.96 feet, to the southeast corner of the herein described tract of land;
2. N 84°33'45"W 80.00 feet, to the southwest corner of the herein described tract of land; and
3. N 05°26'15"E 149.99 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 0.275 of an acre, more or less, of land area, as described from record information and measurements made on the ground on January 8, 1994 by McMinn Land Surveying Company of Austin, Texas.



C. Michael McMinn, Jr., R.P.L.S. No. 4267
McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

DATE : August 30, 1995
SURVEY : WILLIAM BARKER SURVEY ABSTRACT NO. 107.
COUNTY : Williamson, Texas.
J.O. No. : 012294
LNDABSR

ZONING TRACT NO. 1

DESCRIPTION OF 18.32 ACRES, MORE OR LESS, OF LAND AREA, IN THE WILLIAM BARKER SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THOSE TRACTS OF LAND CONVEYED TO ALBORZ CORPORATION AND IN CUSTOM HOME BUILDERS, BY DEEDS OF RECORD IN VOLUME 2472, PAGE AND VOLUME 2495, PAGE 257, OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

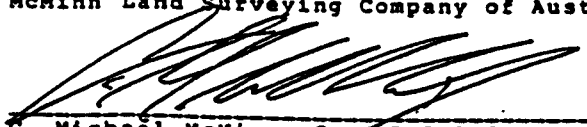
BEGINNING at a point in the northwest line the aforereferenced Alborz Tracts, same being the southeast line of that 5.00 acre tract of land described in a deed dated November 20, 1974 from Eartheil C. Henderson, et ux, to Larry T. Gill, as recorded in Volume 600, Page 416 of the Williamson County Deed Records, and being the northwest corner of the herein described tract of land, from which, an iron rod found in the south line of County Road No. 170, for the northwest corner of the Alborz Tracts bears N 29°08'45"E 212.08 feet;

THENCE leaving the PLACE OF BEGINNING and the aforereferenced Gill Tract, and crossing the Alborz Tracts, the following nine (9) courses:

1. N 74°09'30"E 992.62 feet to the beginning of a right breaking curve;
2. with said right breaking curve having a radius length of 1850.00 feet, an arc length of 687.77 feet, and a chord which bears N 84°49'15"E 683.82 feet;
3. S 84°33'45"E 15.08 feet to the northeast corner of the herein described tract of land;
4. S 05°26'15"W 20.00 feet;
5. S 01°04'15"E 40.00 feet to a right breaking curve;
6. with said right breaking curve having a radius length of 365.00 feet, an arc length of 265.13 feet, and a chord which bears S 29° 08'15"W 259.3 feet;
7. S 49°56'45"W 164.67 feet to the beginning of a left breaking curve;
8. with said left breaking curve having a radius length of 527.22 feet, an arc length of 235.81 feet, and a chord which bears S 37°38'00"W 233.85 feet; and
9. S 24°19'15"W 373.05 feet to a point in the south line of the Alborz Tracts, same being the north line of that 17 acre tract of land described in a deed dated February 17, 1967, from James K. Eichelberger, Jr., to Edgar S. Daugherty, as recorded in Volume 517, Page 445 of the Williamson County Deed Records, for the southeast corner of the herein described tract of land;

THENCE with the common line of the Alborz tracts and the aforereferenced Daugherty Tract, N 65°40'45"W 1253.66 feet to an iron rod found for the southwest corner of the Alborz Tracts, same being the north corner of the Daugherty Tract, and being the southwest corner of the herein described tract of land;

THENCE leaving the Daugherty Tract, with the common line of the Alborz Tracts, and the Gill Tract, N 29°08'45" E 81.55 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 1.2 acres, more or less, of land area, as described from record information and measurements made on the ground on January 8, 1994 by McMinn Land Surveying Company of Austin, Texas.



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McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

DATE : August 30, 1995
SURVEY : WILLIAM BARKER SURVEY ABSTRACT NO. 107.
COUNTY : Williamson, Texas.

J.O. No. : 012294
LNDADSR

ZONING TRACT NO. 2

DESCRIPTION OF 17.26 ACRES, MORE OR LESS, OF LAND AREA, IN THE WILLIAM BARKER SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THOSE TRACTS OF LAND CONVEYED TO ALBORZ CORPORATION AND IN CUSTOM HOME BUILDERS, BY DEEDS OF RECORD IN VOLUME 2472, PAGE 4, AND VOLUME 2495, PAGE 257, OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a point in the south line the aforementioned Alborz Tracts, same being the north line of that 17 acre tract of land described in a deed dated February 17, 1967, from James K. Eichelberger, Jr., to Edgar S. Daugherty, as recorded in Volume 517, Page 445 of the Williamson County Deed Records, for the southwest corner of the herein described tract of land, from which, an iron rod found in the south line of County Road No. 170, for the northwest corner of the Alborz Tracts bears N 65°40'45"W 1253.66 feet, and N 29°08'45"E 293.62 feet;

THENCE leaving the PLACE OF BEGINNING and the aforementioned Daugherty Tract, and crossing the Alborz Tracts, the following nine (9) courses:

1. N 24°19'15"E 373.05 feet to the beginning of a right breaking curve;
2. with said right breaking curve having a radius length of 527.22 feet, an arc length of 235.81 feet, and a chord which bears N 37°38'00"E 233.85 feet;
3. N 49°56'45"W 164.67 feet to the beginning of a left breaking curve;
4. with said left breaking curve having a radius length of 365.00 feet, an arc length of 265.13 feet, and a chord which bears N 29°08'15"W 259.34 feet;
5. N 01°04'15"W 40.00 feet;
6. N 05°26'15"E 20.00 feet to the northwest corner of the herein described tract of land;
7. S 84°33'45"E 575.92 feet to the northeast corner of the herein described tract of land;
8. S 13°48'45"E 154.50 feet
9. S 47°00'00"W 73.27 feet;
10. S 28°27'45"W 205.49 feet;
11. S 29°28'00"W 335.74 feet;
12. S 37°16'30"W 81.69 feet;
13. S 04°45'15"W 25.85 feet;
14. S 22°47'00"W 136.53 feet;

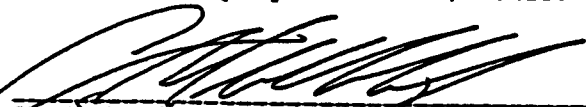
16. S 21°50'15"E 27.41 feet;

17. S 20°34'00"E 66.63 feet;

17. S 26°50'30"W 62.30 feet; and

18. S 42°27'15"W 160.00 feet to a point in the south line of the Alborz Tracts, same being the north line the aforementioned Daugherty Tract, and being the southeast corner of the herein described tract of land;

THENCE with the common line of the Alborz Tracts and the Daugherty Tract, N 65°40'45"W 696.61 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 17.26 acres, more or less, of land area, as described from record information and measurements made on the ground on January 8, 1994 by McMinn Land Surveying Company of Austin, Texas.



E. Michael McMinn, Jr. R.P.L.S. No. 4267
McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

DATE : August 30, 1995
SURVEY : WILLIAM BARKER SURVEY ABSTRACT NO. 107.
COUNTY : Williamson, Texas.

J.O. No. : 012294
L# SR

PLUS 0.275 ACRES DESCRIBED ON THE ATTACHED

ZONING TRACT NO. 2 CONTINUED

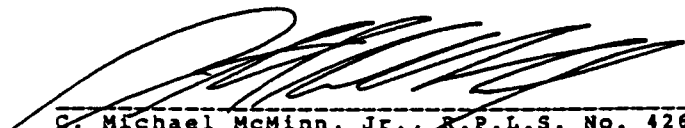
DESCRIPTION OF 0.275 OF AN ACRE, MORE OR LESS, OF LAND AREA, IN THE WILLIAM BARKER SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THOSE TRACTS OF LAND CONVEYED TO ALBORZ CORPORATION AND AUSTIN CUSTOM HOME BUILDERS, BY DEEDS OF RECORD IN VOLUME 2472, PAGE 411, AND VOLUME 2495, PAGE 257, OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a point in the south line of County Road No. 170, same being the north line of the aforementioned Alborz Tracts, for the northwest corner of the herein described tract of land, from which, an iron rod found for the northwest corner of the Alborz Tracts bears N 84°32'00"W 15.00 feet, S 87°11'30"W 575.94 feet, S 76°32'28"W 165.55 feet, and S 74°09'35"W 842.72 feet;

THENCE leaving the PLACE OF BEGINNING, with the common line of County Road No. 170, and the Alborz Tracts, S 84°32'00"E 80.00 feet to the northeast corner of the herein described tract of land;

THENCE leaving County Road No. 170, and crossing the Alborz Tracts, the following three (3) courses:

1. S 05°26'15"W 149.96 feet, to the southeast corner of the herein described tract of land;
2. N 84°33'45"W 80.00 feet, to the southwest corner of the herein described tract of land; and
3. N 05°26'15"E 149.99 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 0.275 of an acre, more less, of land area, as described from record information and measurements made on the ground on January 8, 1994 by McMinn Land Surveying Company of Austin, Texas.



C. Michael McMinn, Jr., R.P.L.S. No. 4267
McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

DATE : August 30, 1995
SURVEY : WILLIAM BARKER SURVEY ABSTRACT NO. 107.
COUNTY : Williamson, Texas.
J.O. No. : 012294
LNDABSR

ZONING TRACT NO. 3

DESCRIPTION OF 27.48 ACRES, MORE OR LESS, OF LAND AREA, IN THE WILLIAMSON SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THOSE TRACTS OF LAND CONVEYED TO ALBORZ CORPORATION AND AUSTIN CUSTOM HOME BUILDERS, BY DEEDS OF RECORD IN VOLUME 2472, PAGE 411, AND VOLUME 2495, PAGE 257, OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a point in the south line the aforementioned Alborz Tracts, same being the north line of that 17 acre tract of land described in a deed dated February 17, 1967, from James K. Eichelberger, Jr., to Edgar S. Daugherty, as recorded in Volume 517, Page 445 of the Williamson County Deed Records, for the southwest corner of the herein described tract of land, from which, an iron rod found in the south line of County Road No. 170, for the northwest corner of the Alborz Tracts bears N 65°40'45"W 1950.27 feet, and N 29°08'45"E 293.62 feet;


THENCE leaving the PLACE OF BEGINNING and the aforementioned Daugherty Tract, and crossing the Alborz Tracts, the following twelve (12) courses:

1. N 42°27'15"E 160.00 feet
2. N 26°50'30"E 62.30 feet;
3. N 20°34'00"W 66.63 feet;
4. N 21°50'15"W 27.41 feet;
5. N 22°47'00"E 136.53 feet;
6. N 04°45'15"E 25.85 feet;
7. N 37°16'30"E 81.69 feet;
8. N 29°28'00"E 335.74 feet;
9. N 28°27'45"E 205.49 feet;
10. N 47°00'00"E 73.27 feet; --
11. N 13°48'45"W 154.50 feet to the northwest corner of the herein described tract of land;
12. S 84°33'45"E 1003.37 feet to the southeast line of the Alborz Tract, same being the northwest line of Schultz Lane, for the east corner of the herein described tract of land;

THENCE with the common line of Schultz Lane and the Alborz Tracts, the following four (4) courses:

1. with a right breaking curve having a radius length of 556.88 feet, an arc length of 105.65 feet, and a chord which bears S 23°51'34"W 105.49 to an iron rod found;
2. S 29°20'55"W 164.28 feet to an iron rod found;
3. S 23°20' W 39.59 feet to an iron rod found; and
4. S 29°16'20" W 1270.12 feet to a concrete monument found for the south corner of the Alborz Tracts. same being the east corner of the aforementioned Daugherty Tract, and being the south corner of the herein described tract of land;

THENCE leaving Schultz Lane , with the common line of the Alborz Tracts and the aforereferenced Daugherty Tract, N 65°40'45"W 796.42 feet to the PLACE OF BEGINNING. There are contained within these tracts and bounds, 27.48 acres, more or less, of land area, as described from record information and measurements made on the ground on January 8, 1994 by McMinn Land Surveying Company of Austin, Texas.


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Austin, Texas 78759
(512) 343-1970

DATE : August 30, 1995
SURVEY : WILLIAM BARKER SURVEY ABSTRACT NO. 107.
COUNTY : Williamson, Texas.

J.O. No. : 012294
LNDAPSR

ZONING TRACT NO. X

DESCRIPTION OF 5.676 ACRES, MORE OR LESS, OF LAND AREA, IN THE C.E. ROWE SURVEY, ABSTRACT NO. 871, AND THE WILLIAM BARKER SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THOSE TRACTS LAND CONVEYED TO ALBORZ CORPORATION AND AUSTIN CUSTOM HOME BUILDERS, BY DEEDS OF RECORD IN VOLUME 2472, PAGE 411, AND VOLUME 2495, PAGE 257, OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at an iron rod found in the south line of County Road No. 170, for the northwest corner of the aforementioned Alborz Corporation Tract, same being the east corner of that 5.00 acre tract of land described in a deed dated November 20, 1974 from Earthal C. Henderson, et ux, to Larry T. Gill, as recorded in Volume 600, Page 416 of the Williamson County Deed Records, and being the northwest corner of the herein described tract of land;

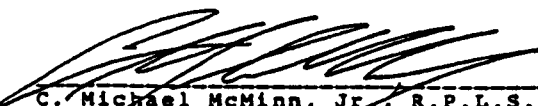
THENCE leaving the PLACE OF BEGINNING and the aforementioned Gill Tract, with the common line of County Road No. 170, and the Alborz Corporation Tract, the following three (3) courses:

1. N 74°09'30"E 842.72 feet to an iron rod found at the beginning of a right breaking curve;
2. with said right breaking curve having a radius length of 2000.00 feet, an arc length of 743.54 feet, and a radius which bears N 84°49'15"E 739.26 feet to a P.K. nail found in rock; and
3. S 84°32'00"E 15.00 feet to the northeast corner of the herein described tract of land;

THENCE leaving County Road No. 170, and crossing the Alborz Corporation Tract, the following four (4) courses:

1. S 05°26'15"W 149.99 feet to the southeast corner of the herein described tract of land;
2. N 84°33'45"W 15.08 feet to the beginning of a left breaking curve;
3. with said left breaking curve having a radius length of 1850.00 feet, an arc length of 687.77 feet, and a radius which bears S 84°49'15"W 683.82 feet; and
4. S 74°09'30"W 992.62 feet to the southwest corner of the herein described tract of land, being in the southeast line of the aforementioned Gill Tract, same being the northwest line of the Alborz Corporation Tract;

THENCE with the common line of the Alborz Tract and the Gill Tract, N 29°08'45"E 212.08 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 5.676 acres, more or less, of land area, as described from record information and measurements made on the ground on January 8, 1994 by McMinn Land Surveying Company of Austin, Texas.


C. Michael McMinn, Jr., R.P.L.S. No. 4267
McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

DATE : August 30, 1995
SURVEY : C. E. ROWE SURVEY, ABSTRACT NO. 871,
MEMUCAN HUNT SURVEY, ABSTRACT NO. 314,
WILLIAM BARKER SURVEY ABSTRACT NO. 107.
COUNTY : Williamson, Texas.
J.O. No. : 012294
LNDASR

ZONING TRACT NO. Y

DESCRIPTION OF 5.191 ACRES, MORE OR LESS, OF LAND AREA, IN THE WILLIAM BARKER SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THOSE TRACTS OF LAND CONVEYED TO ALBORZ CORPORATION AND A PART OF THOSE TRACTS OF LAND CONVEYED TO CUSTOM HOME BUILDERS, BY DEEDS OF RECORD IN VOLUME 2472, PAGE 411, AND VOLUME 2495, PAGE 257, OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a point in the south line of County Road No. 170, same being the north line of the aforementioned Alborz Tracts, for the easterly northwest corner of the herein described tract of land, from which, an iron rod found for the northwest corner of the Alborz Tracts bears N 84°32'00"W 95.00 feet, S 87°11'30"W 575.94 feet, S 76°32'28"W 165.55 feet, and S 74°09'35"W 842.72 feet;

THENCE leaving the PLACE OF BEGINNING, with the common line of County Road No. 170, and the Alborz Tracts, the following five (5) courses:

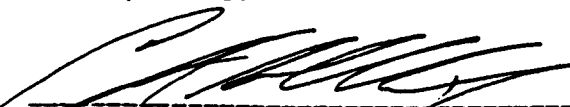
1. S 84°32'00"E 279.22 feet to an iron rod found;
2. S 84°31'30"E 116.80 feet to an iron rod found;
3. S 84°34'30"E 539.10 feet to an iron rod found;
4. S 84°35'05"E 110.00 feet to an iron rod found;
5. S 84°34'15" E 443.21 feet to an iron rod found at the beginning of a right breaking curve, at the intersection of the south line of County Road No. 180 and the west line of the Schultz Lane, for the northeast corner of the Alborz Tracts, same being the northeast corner of the herein described tract of land;

THENCE leaving County Road No. 170, with the common line of Schultz Land and the Alborz Tracts, the following two (2) courses:

1. with a right breaking curve having a radius length of 25.00 feet, an arc length of 39.18 feet, and a chord which bears S 40°03'00"E 35.29 feet to an iron rod found at a point of compound curvature;
2. with a right breaking curve having a radius length of 556.88 feet, an arc length of 126.34 feet, and a chord which bears S 11°44'30" W 126.07 feet to the southeast corner of the herein described tract of land;

THENCE leaving Schultz Land, and entering crossing the Alborz Tracts, the following two (2) courses:

1. N 84°33'45"W 1499.29 feet to the southwest corner of the herein described tract of land; and
2. N 05°26'15"E 149.96 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 5.191 acres, more or less, of land area, as described from record information and measurements made on the ground on January 8, 1994 by McMinn Land Surveying Company of Austin, Texas.


Michael McMinn, Jr., R.P.L.S. No. 4267
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4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

DATE : August 30, 1995
TRACT : WILLIAM BARKER SURVEY ABSTRACT NO. 107.
COUNTY : Williamson, Texas.

J.O. No. : 012294
LNDACSR

EXHIBIT B

STATE OF TEXAS §
COUNTY OF WILLIAMSON §

That _____ Organized and existing under the laws of the State of Texas, acting herein by and through its _____ Being the holder of a lien by way of _____ Recorded in Volume _____, Page _____, of the Official Records of Williamson County, Texas does hereby consent to the Agreement and Development Plan of _____ Acres of land situated in the City of Round Rock, Williamson County, Texas, and does further hereby join, approve, and consent to all provisions shown herein.

(Name of Lienholder)

By: _____
_____, its _____

(Typed Name)

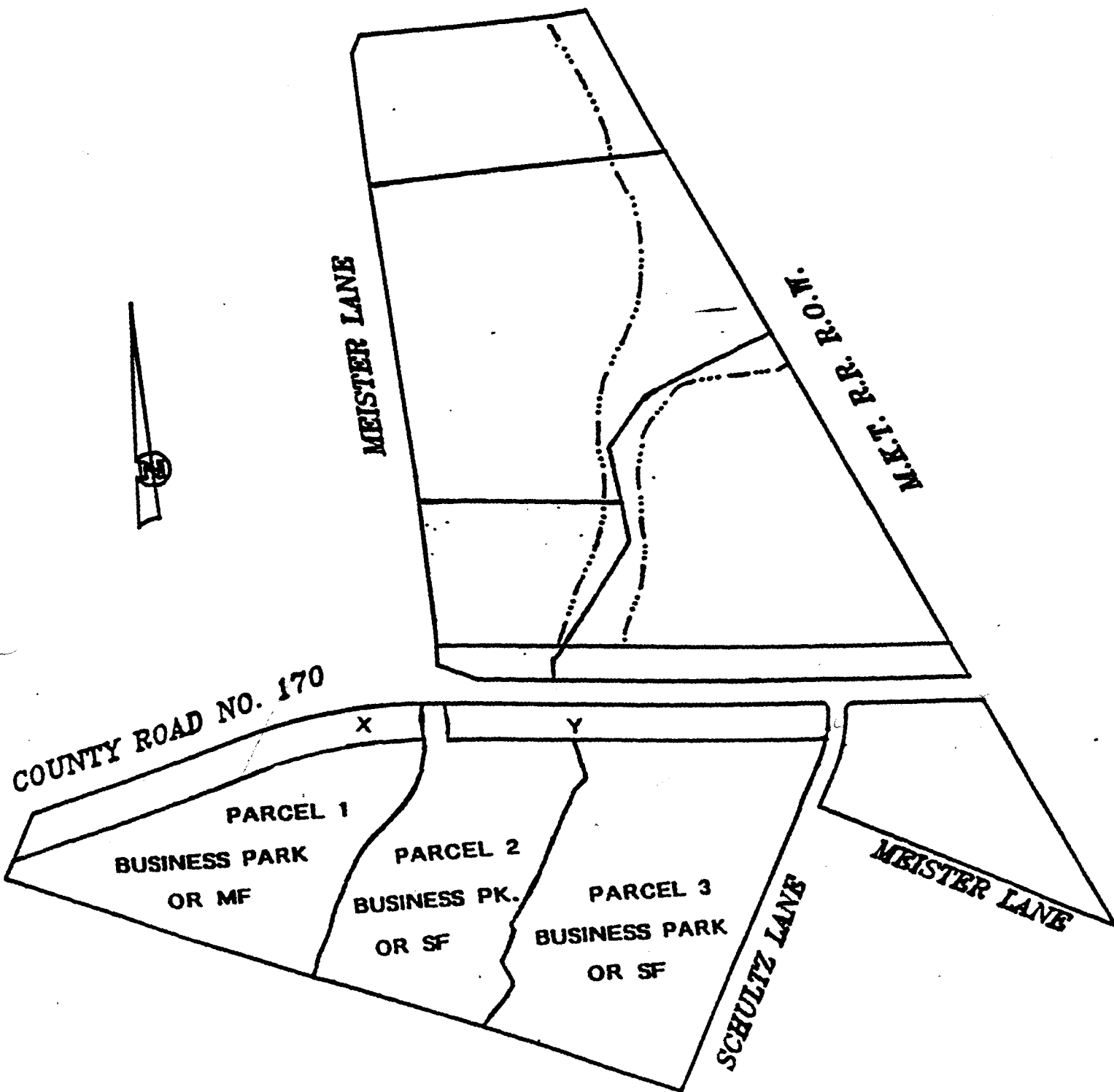
THE STATE OF TEXAS §
COUNTY OF WILLIAMSON §

This instrument was acknowledged before me on the _____ day of _____, 199____,
by _____, _____, of _____, on behalf of said
_____.

Notary Public, State of Texas
Printed Name: _____
My commission expires: _____

EXHIBIT C

GATTIS SCHOOL ROAD



COUNTY ROAD NO. 170

X

Y

PARCEL 1

BUSINESS PARK
OR MF

PARCEL 2

BUSINESS PK.
OR SF

PARCEL 3

BUSINESS PARK
OR SF

SCHULTZ LANE

MEISTER LANE

MEISTER LANE

M.F.T. R.R. R.O.W.

EXHIBIT D

**DEVELOPMENT STANDARDS
SMALL LOT SINGLE FAMILY**

1. **PERMITTED USE:** Single Family residential.
2. **DENSITY:**
 - 2.1 **Minimum lot size:** 5,000 square feet.
 - 2.2 **Minimum lot frontage:** 50 feet (measured at the front building line).
3. **BUILDINGS SETBACKS**
 - 3.1 **Front yard:** 15 feet from the front property line
 - 3.2 **Rear yard:** as specified in the SF-2 zoning district.
 - 3.3 **Side yard:** as specified in the SF-2 zoning district.
 - 3.4 **Garages:** All garages must be a minimum of 20 feet from the property line, unless a side entry garage format is utilized.
4. **STREETS AND UTILITIES:**
 - 4.1 **Access:** The Owner shall restrict access to Louis Henna Blvd. to two access points approved by the Director of Planning. The entry road shall be designed with a divided, landscaped island measuring a minimum of 10 feet by 50 feet, to be maintained by a Homeowner's Association. Any other entry structures must be approved by the Director of Public Works and the Director of Planning. No residential streets shall access Louis Henna Boulevard.
 - 4.2 **Cul-de-sac length:** The maximum cul-de-sac length may be waived in order to limit access to the Arterial roadway, but must still obtain approval of the Director of Public Works and Fire Chief at platting.
 - 4.3 **Underground Electric and Utility Lines:** Except where approved in writing by the Director of Public Works all

electrical, telephone and cable vision distribution and service lines, other than currently existing overhead lines and lines three phase or larger shall be installed underground. No rooftop or anchored antennas shall be allowed. Individual satellite dishes less than 36" in diameter are not prohibited.

5. **FENCING OR BERMING:**

5.1 **Perimeter Fencing along Louis Henna Blvd. and Schultz Lane:** All perimeter fencing or berming along Louis Henna Blvd. and Schultz Lane shall be constructed and accepted as part of the normal subdivision improvements with all berms a minimum of three feet in height and landscaped with pampas grass planted 10 feet on center.

5.2 **Perimeter Fencing:** All perimeter fences shall be constructed with wood, woodcrete, iron, masonry, vinyl-coated chain link with decorative vinyl posts or a combination thereof. If vinyl-coated chain link is utilized, it shall be accompanied by planting Pyrincauthia, Coral Honeysuckle, Confederate Jasmine or other similar plant approved by the Director of Planning. These plants shall be spaced 10 feet on center if 5 gallon plants are utilized or 6 feet on center if 3 gallon plants are utilized. Plants shall be placed on the inside of the fence to ensure maintenance by the homeowners.

5.3 **Fence Supports:** All supports shall be constructed of masonry or rust resistant iron or steel, anchored in concrete. The finished side of perimeter fencing shall face the outside of the development.

5.4 **Approval by Director of Planning:** Fence construction plans shall be approved by the Director of Planning prior to construction of perimeter fencing to ensure stability, durability and aesthetics.

6. **LANDSCAPING:**

Each builder, prior to issuance of Certificate of Occupancy, shall plant two trees within the building setback area of the front yard. These trees shall be a minimum of one and one-half inch (1-1/2") caliper container grown and may be a mixture of any of the following trees: all variety of oaks, elms, pecan

and sycamore or trees of equal quality as approved by the
Director of Planning.

EXHIBIT E

**DEVELOPMENT STANDARDS
BUSINESS PARK**

1. **PERMITTED USES:**

1.1 **Primary Uses:** Including, but not limited to, office, office/warehouse, research & development, technical schools, light manufacturing and assembly, conducted wholly within a building.

1.2 **Secondary uses:** Including, but not limited to, caretakers residence, the sale of goods produced or assembled on site, day care and other employee services. —

2. **PROHIBITED USES:** Including, but not limited to, automotive and machinery repair, automotive and machinery painting, wrecking yard, sexually oriented businesses, transmission and communication towers, trucking depots, bulk distribution centers and mini-warehouses.

3. **OUTDOOR STORAGE:** Outdoor storage of materials or equipment and loading docks shall provide a visual screen from abutting properties or city streets. All screening shall be approved by the Director of Planning prior to construction.

4. **INTERPRETATION OF USE:** Interpretation of uses not clearly permitted or prohibited shall be made in writing by the Director of Planning. A copy of interpretations shall be provided to the owner and the City Building Inspector.

5. **DENSITY:** Minimum lot size one (1) acre.

6. **BUILDINGS SETBACKS:**

6.1 Front yard - 50 feet.

6.2 Rear yard - 25 feet.

6.3 Side yard (internal) - 25 feet.

6.4 Side yard (street) - same as front yard.

7. **SIGN REGULATIONS:**

- 7.1 All freestanding signs shall be monument signs.
- 7.2 Freestanding signs shall not exceed six feet in height.
- 7.3 Freestanding signs shall not restrict visibility for traffic entering or leaving the site.
- 7.4 One freestanding sign shall be permitted for lots of less than three acres in size. The maximum area of the sign, defined as the area contained within a polygon containing the actual lettering and any logo, shall be fifty square feet. Portions of the masonry structure on which the sign is located are not counted as part of the fifty square feet provided they are not contained within the polygon.
- 7.5 Additional freestanding monument signs shall be permitted for lots of three acres or larger in accordance with the regulations contained in the City Sign Ordinance.
- 7.6 Directional signs solely for the purpose of directing traffic or identifying buildings and facilities shall be permitted provided they are restricted to a size required for their function as determined by the Director of Planning.

8. **LANDSCAPING & BUFFERING:**

8.1 If any visitor parking is provided in any front yard, then a landscaped berm shall be installed in accordance with the following design standards:

8.1.1 The height of the berm shall be a minimum of three feet in height and be landscaped to provide a complete visual screen of any parking, loading or storage areas. A site plan shall be approved by the Director of Planning prior to the issuance of any building permit. The Director of Planning shall review the landscaping, elevations and abutting uses to ensure that the required visual screen will be provided. Trees shall be planted no less than thirty feet apart.

8.2 Trees shall be planted in all street yards. Said trees shall have a minimum caliper of two inches and a minimum height of six feet for softwoods and eight feet for

hardwoods. Trees shall consist of a mix of hardwoods and softwoods to provide for both rapidly growing and slower growing species.

8.3 A minimum of 75 percent of required front yards and side street yards shall be landscaped, excluding driveways.

9. **PARKING & LOADING REQUIREMENTS:**

9.1 Parking and loading shall be provided in accordance with the current standards set forth in the Code.

9.2 No parking or loading shall be permitted in any required front yard or street side yard, except that visitor parking may be permitted in up to twenty-five percent of the streetyard if a landscaped screen & berm is first approved in writing by the Director of Planning and is installed in accordance with Section 8.1, above.

EXHIBIT F

**DEVELOPMENT STANDARDS
MULTI-FAMILY RESIDENTIAL**

1. **PERMITTED USE**: Apartments and Condominiums.
2. **DENSITY AND HEIGHT**:
 - 2.1 Twenty (20) units per acre, provided all other requirements of this Agreement are met.
 - 2.2 Allowed height 3 stories.
3. **BUILDINGS**:
 - 3.1 **Setbacks**:
 - 3.1.1 Front yard 50 feet.
 - 3.1.2 Rear yard 25 feet.
 - 3.1.3 Side yard (interior) 25 feet.
 - 3.1.4 Side yard (street) 50 feet.
 - 3.2 **Carports**: Carports may be constructed, provided the design is first approved by the Director of Planning. Carports shall meet the following setback requirements;
 - 3.2.1 Front yard - 25 feet.
 - 3.2.2 Rear yard - 5 feet from the edge of the roof.
 - 3.2.3 Side yard (interior) - 5 feet from the edge of the roof.
 - 3.2.4 Side yard (street) - 25 feet from the edge of the roof.
4. **ACCESS**: Driveway access points shall contain a divided drive with a landscaped median separating ingress and egress lanes with each a minimum of 24 feet wide.

5. **RECREATIONAL AMENITIES:** The following private recreational facilities shall be provided on site in lieu of parkland dedication:

5.1 One swimming pool, a minimum of 500 square feet.

5.2 A clubhouse with a minimum of 1,000 square feet plus sales leasing and office space.

6. **PARKING REQUIREMENTS:** Parking shall be provided as follows:

6.1 Efficiency units - 1.5 spaces.

6.2 One bedroom units - 1.5 spaces.

6.3 Two bedroom units - 2.0 spaces.

6.4 Three bedroom units - 3.0 spaces.

6.5 Additional guest spaces shall be provided in a number equal to five percent of the number of parking spaces required for the total number of units.

6.6 All parking spaces shall be a minimum of nine feet (9') wide.

6.7 No recreational vehicles, boats or trailers shall be allowed to be parked in any street yard.

7. **LANDSCAPING & BUFFERING:**

7.1 **Trees:** Trees shall be planted in all street yards in accordance with the following standards:

7.1.1 One tree for each (25) feet of frontage.

7.1.2 Each tree shall have a minimum caliper size of two inch and a minimum height of six feet for softwoods and eight feet for hardwoods. Trees shall be alternated between hardwoods and softwoods.

7.2 **Maintenance:** All landscaping shall be maintained and irrigated by the property owner or a property owners association which has been approved by the City Attorney.

7.3 **Berms:** A landscaped berm with a minimum height of three (3) feet shall be provided adjacent to all public streets.

8. **FENCING:**

8.1 **Perimeter Fencing:** All perimeter fencing or berming shall be constructed and accepted as part of the normal subdivision improvements with all berms a minimum of three feet in height and landscaped with pampas grass planted 8 feet on center.

8.2 **Perimeter Fence Construction:** All perimeter fences shall be constructed with wood, woodcrete, iron, masonry, vinyl-coated chain link with decorative vinyl posts or a combination thereof. If vinyl-coated chain link is utilized, it shall be accompanied by planting Pyrincauthia, Coral Honeysuckle, Confederate Jasmine or other similar plant approved by the Director of Planning. These plants shall be spaced 8 feet on center if 5 gallon plants are utilized or 5 feet on center if 3 gallon plants are utilized. Plants shall be placed on the inside of the fence to ensure maintenance by the homeowners.

8.3 **Fence Supports:** All supports shall be constructed of masonry or rust resistant iron or steel, anchored in concrete. The finished side of perimeter fencing shall face the outside of the development.

8.4 **Approval by Director of Planning:** Fence construction plans shall be approved by the Director of Planning prior to construction of perimeter fencing to ensure stability, durability and aesthetics.

9. **SIGNS:**

9.1 All signs shall be masonry monument signs.

9.2 Signs shall not exceed six feet in height.

9.3 Signs shall not restrict visibility for traffic entering or leaving the site.

9.4 One sign shall be permitted at each entrance to the site. The maximum area of each sign, defined as the area contained within a polygon containing the actual lettering and any logo, shall be fifty square feet.

Portions of the masonry structure on which the sign is located is not counted as part of this fifty feet provided it is not contained within the polygon.

- 9.5 Directional signs solely for the purpose of directing traffic or identifying buildings and facilities shall be permitted provided they are restricted to a size required for their function as determined by the Director of Planning.
10. **NEIGHBORHOOD BOX UNITS**: A postal delivery facility shall be provided and shall include parking and shall be handicapped accessible.
11. **DEVELOPMENT REVIEW BOARD (DRB)**: A site plan shall be approved by the City DRB prior to the issuance of a building permit. The DRB shall review the site plan for compliance with the provisions of this agreement and other Code requirements.

EXHIBIT G

1. **SINGLE FAMILY LOTS:** The following items shall be included in the restrictive covenants which shall be recorded with a final plat for Single Family lots.
 - 1.1 **Amendment:** This Declaration may be amended by recording in the Williamson County Real Property Records an instrument executed and acknowledged by the President and Secretary of the Association setting forth the amendment and certifying that such amendment has been approved by Owners of at least two thirds (2/3) of the number of Lots entitled to be cast, and the Mayor on behalf of the Round Rock City Council as any amendment pertains to any item in this exhibit.
 - 1.2 **Garages and Driveways:** All garages shall comply with all other restrictions, covenants, conditions and limitations on usage herein provided for other improvements in the Subdivision. All garages shall be suitable for not less than two (2) automobiles. All garages shall consist of enclosed structures and no carports shall be permitted on any Lot. The location of all driveway cuts shall be subject to the City of Round Rock Building Codes. All driveways shall be constructed of concrete. All driveways shall be a minimum width of sixteen (16) feet. No garages shall be converted into bedrooms, dens, studios or any living areas for the occupants; provided however, that builders may temporarily convert the garage of a model home, but the City of Round Rock shall not be obligated to issue a certificate of occupancy, or permanently provide utilities until said garage is re-converted for the parking of automobiles.
 - 1.3 **Masonry Requirements:** Each Single Family dwelling constructed shall have at least seventy five percent (75%) of its exterior walls of the first floor and the front wall of the second floor of a two story structure constructed of stone, stucco or masonry construction. In computing these percentages (1) all gables shall be excluded from the total area of exterior walls; (2) all windows and door openings shall be excluded from the total area of the exterior walls; (3) masonry used on walls of an attached garage, fireplace or chimney may be included in the computation as masonry used; and (4) "Hardi plank" products may be included in the computation

as masonry used, but shall not be used on the front face of the lower floor; (5) all front walls shall be 100% masonry.

- 1.4 **Roofing Materials:** All roofing material shall meet or exceed 20 year warrant composition shingles. Non-reflective metal, tile or other similar quality materials are acceptable.
- 1.5 **Antennas:** No exterior radio, television antenna, satellite dishes or aerial shall be erected or maintained without prior written approval of the City of Round Rock Director of Planning. Individual satellite dishes less than 36" in diameter are not prohibited.
- 1.6 **Signs:** All entry monumentation shall be constructed of low maintenance materials approved in advance by the Director of Planning. In the event that the sign is not properly maintained, the City may give the sign owner written notice that repairs must be made within 14 business days of notification or the City shall have the right, but not the obligation, to have the repairs made and charged to the owner.

Prohibited signs include bench signs, billboards, signs with flashing or blinking lights or mechanical movement, dayglo colors, signs that make or create noise, animated or moving signs, exposed neon illumination, painted wall signs, pennants, trailer signs, signs with beacons, and any sign that obstructs the view in any direction of an intersection. Appropriate materials shall be made of masonry with a maximum height of six feet.

The Property Owners Association shall own and maintain all entry signs.

- 1.7 **Responsibility of Property Owner's Association:** The Property Owners Association shall be the entity responsible for enforcing the deed restrictions and restrictive covenants. Although the City reserves the right to enforce any provisions required by the Planned Unit Development, it is not the intent of the City to assume responsibilities normally reserved to the Property Owners.
- 1.8 **Prohibition of Boats, Etc.** All boats, recreational vehicles, motor and trailer homes, and semi-trailers

shall not be located in the front yard or side yard of any building, or parked on any street within the PUD.

2. **MULTI FAMILY LOTS**: The following items shall be included in the restrictive covenants which shall be recorded with a final plat for Multi Family lots:
 - 2.1 **Amendment**: This Declaration may be amended by recording in the Williamson County Real Property Records an instrument executed and acknowledge by the sole owners or if the development is a condominium by the President and Secretary of the Association setting forth the amendment and certifying that such amendment has been approved by Owners of at least two thirds (2/3) of the number of Lots entitled to be cast, and the Mayor on behalf of the Round Rock City Council as any amendment pertains to any item in this exhibit.
 - 2.2 **Masonry Requirements**: Each Building constructed shall have at least eighty percent (80%) of its exterior walls, facing a public street, constructed of stone or masonry construction. In computing these percentages (1) all gables shall be excluded from the total area of exterior walls; (2) all windows and door openings shall be excluded from the total area of the exterior walls; (3) masonry used to a fireplace or chimney may be included in the computation as masonry used; and (4) Stucco and all "Hardi plank" products may be included in the computation as masonry used.
 - 2.3 **Roofing Materials**: All roofing materials shall meet or exceed 20 year warranty composition shingles. Non-reflective metal, tile or similar quality materials are acceptable.
 - 2.4 **Antennas**: No exterior radio, television antenna, satellite dishes or aerial shall be erected or maintained without prior written approval of the City of Round Rock Director of Planning.
 - 2.5 **Signs**: All entry monumentation shall be constructed of low maintenance materials approved in advance by the Director of Planning. In the event that the sign is not properly maintained, the City may give the sign owner written notice that repairs must be made within 14 business days of notification or the City shall have the right, but not the obligation, to have the repairs made and charged to the owner.

Prohibited signs include bench signs, billboards, signs with flashing or blinking lights or mechanical movement, dayglo colors, signs that make or create noise, animated or moving signs, exposed neon illumination, painted wall signs, pennants, trailer signs, signs with beacons, and any sign that obstructs the view in any direction of an intersection. Appropriate materials shall be made of masonry with a maximum height of six feet.

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