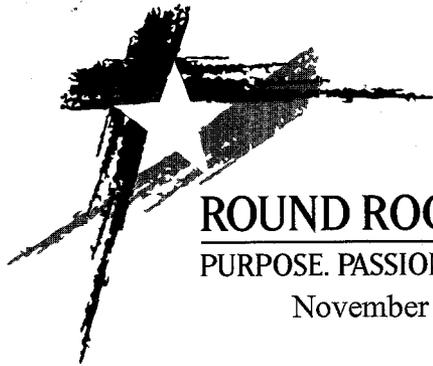


Administrative Amendment to PUD 38,
building setbacks



AMEN

2004093328

10 PGS

ROUND ROCK, TEXAS

PURPOSE. PASSION. PROSPERITY.

November 5, 2004

Mr. Rick Albers
Kuperman, Orr, Rial & Albers
811 Barton Springs Road, Suite 730
Austin, Texas 78704

RE: Administrative Amendment to PUD 38, building setbacks

Dear Mr. Albers:

Further to your request for an administrative modification of the building setbacks in PUD 38 (La Frontera), I have made the following administrative amendment as provided for by section 1.1 of "III. Miscellaneous Provisions" in Exhibit B of the PUD Agreement.

Exhibit D, Paragraph 1, is deleted in its entirety and replaced with the following:

1. Permitted Uses, Heights and Setbacks.

Permitted uses, building height limitations, building setbacks and landscaping setbacks are detailed in the chart below:

Permitted Use*	Building Height Limitation**	Building Setbacks from:				
		Hester's Crossing	Kouri Avenue	South of Sundance Pkwy	North of Sundance Pkwy	Other Roads
Gen. Comm. (C-1)	45 feet	60 feet	25 feet	25 feet	15 feet	25 feet
Shopping Center	45 feet	60 feet	25 feet	25 feet	15 feet	25 feet
Restaurant***	45 feet	60 feet	25 feet	25 feet	15 feet	25 feet
Cinema	65 feet	60 feet	25 feet	25 feet	15 feet	25 feet
Office	45 feet	60 feet	25 feet	25 feet	15 feet	25 feet

* Zoning designations noted in parentheses indicate all uses permissible under the Code for such designation as of the date of the Ordinance. Such uses may include, but are not limited to, other uses also listed in this chart. Limitations for any specific C-1 use listed in this chart will control over the general C-1 listing.

** Decorative architectural features may exceed the stated height limitation by 15 feet except that decorative architectural features in connection with a cinema may exceed the stated height limitation by 30 feet.

*** Including bar and liquor sales.

Mayor

Nyle Maxwell

Mayor Pro-tem

Alan McGraw

Council Members

Tom Nielson

Carrie Pitt

Scot Knight

Scott Rhode

Gary Coe

City Manager

James R. Nuse, P.E.

City Attorney

Stephan L. Sheets

Z-99-02-25-12B3

The above amendment is intended to accommodate the exact location of the buildings along the north side of Sundance Parkway.

Sincerely,


Jim Stendebach, AICP
Director of Planning


Tom Word, P.E.
Chief of Public Works Operations

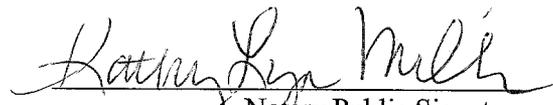

Charles Crossfield
City Attorney

THE STATE OF TEXAS §

COUNTY OF WILLIAMSON §

BEFORE ME, the undersigned authority, on this day personally appeared Jim Stendebach, known to me to be the person whose name is subscribed to the foregoing instrument as the Director of Planning of the City of Round Rock, Texas, a municipal corporation, and he acknowledged to me that he executed the same for the purposes and considerations therein expressed, in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 9th day of November, 2004.


Notary Public Signature
State of Texas

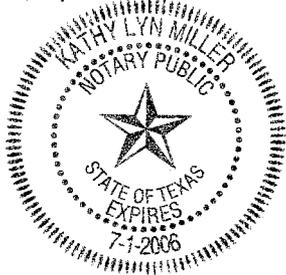
THE STATE OF TEXAS §



COUNTY OF WILLIAMSON §

BEFORE ME, the undersigned authority, on this day personally appeared Tom Word, known to me to be the person whose name is subscribed to the foregoing instrument as the Chief of Public Works Operations of the City of Round Rock, Texas, a municipal corporation, and he acknowledged to me that he executed the same for the purposes and considerations therein expressed, in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 10th day of November, 2004.



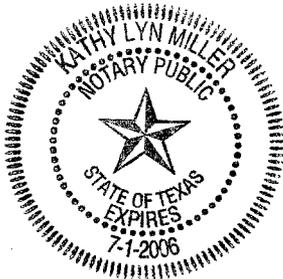
Kathy Lyn Miller
Notary Public Signature
State of Texas

THE STATE OF TEXAS §

COUNTY OF WILLIAMSON §

BEFORE ME, the undersigned authority, on this day personally appeared Charles Crossfield, known to me to be the person whose name is subscribed to the foregoing instrument as City Attorney of the City of Round Rock, Texas, a municipal corporation, and he acknowledged to me that he executed the same for the purposes and considerations therein expressed, in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 10th day of November, 2004.



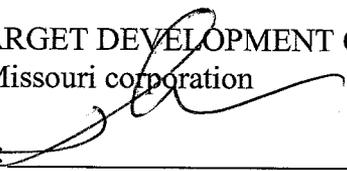
Kathy Lyn Miller
Notary Public Signature
State of Texas

AGREED TO BY OWNER:

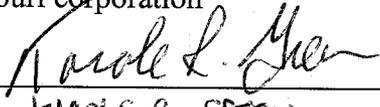
BALTEM DEVELOPMENT CORPORATION,
a Missouri corporation

By: 
Name: THOMAS R. GREEN
Title: PRESIDENT

BARGET DEVELOPMENT CORPORATION,
a Missouri corporation

By: 
Name: THOMAS R. GREEN
Title: PRESIDENT

KARJOY DEVELOPMENT CORPORATION,
a Missouri corporation

By: 
Name: KAROLE R. GREEN
Title: PRESIDENT

MAXLAND DEVELOPMENT CORPORATION,
a Missouri corporation

By: 
Name: THOMAS R. GREEN
Title: PRESIDENT

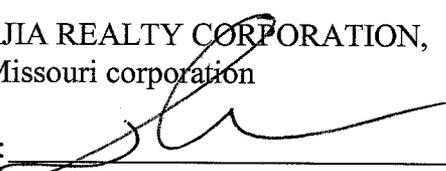
JOPAT BUILDING CORPORATION,
a Missouri corporation

By: 
Name: THOMAS R. GREEN
Title: PRESIDENT

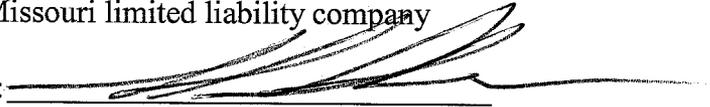
NATURAL BRIDGE DEVELOPMENT CORPORATION,
a Missouri corporation

By: 
Name: THOMAS R. GREEN
Title: PRESIDENT

PAJIA REALTY CORPORATION,
a Missouri corporation

By: 
Name: THOMAS R. GREEN
Title: PRESIDENT

THIRD CREEK L.L.C.,
a Missouri limited liability company

By: 
Name: MATTHIAS D. RENNER
Title: MANAGER

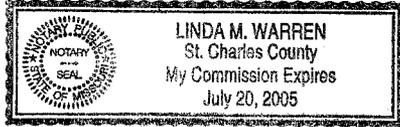
DELMAR PROPERTIES,
a Missouri general partnership

By: 
Name: THOMAS R. GREEN
Title: PARTNER

THE STATE OF Missouri §
COUNTY OF St. Louis §

BEFORE ME, the undersigned authority, on this day personally appeared THOMAS R. FROEN, known to me to be the person whose name is subscribed to the foregoing instrument as PRESIDENT of Baltem Development Corporation, A Missouri Corporation, and he acknowledged to me that he executed the same for the purposes and considerations therein expressed, in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 18th day of Nov., 2004.

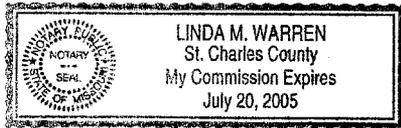


Linda M. Warren
Notary Public Signature
State of Mo.

THE STATE OF Missouri §
COUNTY OF St. Louis §

BEFORE ME, the undersigned authority, on this day personally appeared THOMAS R. FROEN, known to me to be the person whose name is subscribed to the foregoing instrument as PRESIDENT of Barget Development Corporation, A Missouri Corporation, and he acknowledged to me that he executed the same for the purposes and considerations therein expressed, in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 18th day of Nov., 2004.



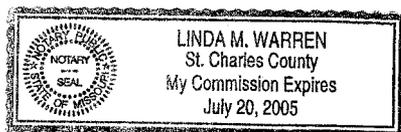
Linda M. Warren
Notary Public Signature
State of Mo.

THE STATE OF Missouri §

COUNTY OF St. Louis §

BEFORE ME, the undersigned authority, on this day personally appeared KAROLE R. GREEN, known to me to be the person whose name is subscribed to the foregoing instrument as PRESIDENT of Karjoy Development Corporation, A Missouri Corporation, and he acknowledged to me that he executed the same for the purposes and considerations therein expressed, in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 18th day of Nov., 2004.



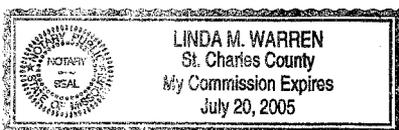
Linda M. Warren
Notary Public Signature
State of MO.

THE STATE OF Missouri §

COUNTY OF St. Louis §

BEFORE ME, the undersigned authority, on this day personally appeared THOMAS R. GREEN, known to me to be the person whose name is subscribed to the foregoing instrument as PRESIDENT of Maxland Development Corporation, A Missouri Corporation, and he acknowledged to me that he executed the same for the purposes and considerations therein expressed, in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 18th day of Nov., 2004.



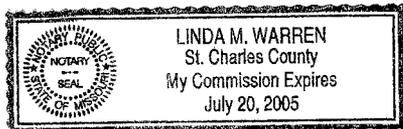
Linda M. Warren
Notary Public Signature
State of MO.

THE STATE OF Missouri §

COUNTY OF St. Louis §

BEFORE ME, the undersigned authority, on this day personally appeared THOMAS R. GREGG known to me to be the person whose name is subscribed to the foregoing instrument as PRESIDENT of Jopat Building Corporation, A Missouri Corporation, and he acknowledged to me that he executed the same for the purposes and considerations therein expressed, in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 18th day of Nov., 2004.



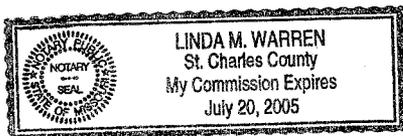
Linda M. Warren
Notary Public Signature
State of MO

THE STATE OF Missouri §

COUNTY OF St. Louis §

BEFORE ME, the undersigned authority, on this day personally appeared THOMAS R. GREGG, known to me to be the person whose name is subscribed to the foregoing instrument as PRESIDENT of Natural Bridge Development Corporation, A Missouri Corporation, and he acknowledged to me that he executed the same for the purposes and considerations therein expressed, in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 18th day of NOV., 2004.



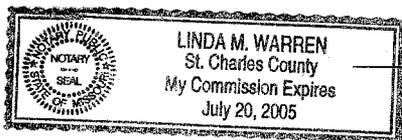
Linda M. Warren
Notary Public Signature
State of MO

THE STATE OF Missouri §

COUNTY OF St. Louis §

BEFORE ME, the undersigned authority, on this day personally appeared THOMAS R. GREEN, known to me to be the person whose name is subscribed to the foregoing instrument as PRESIDENT of Pajia Realty Corporation, A Missouri Corporation, and he acknowledged to me that he executed the same for the purposes and considerations therein expressed, in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 18th day of Nov., 2004.



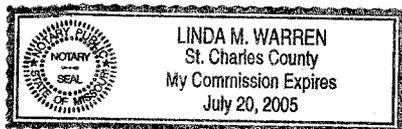
Linda M. Warren
Notary Public Signature
State of Mo.

THE STATE OF Missouri §

COUNTY OF St. Louis §

BEFORE ME, the undersigned authority, on this day personally appeared MATTHIAS D. RANER, known to me to be the person whose name is subscribed to the foregoing instrument as MANAGER of Third Creek L.L.C., A Missouri limited liability partnership, and he acknowledged to me that he executed the same for the purposes and considerations therein expressed, in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 18th day of Nov., 2004.



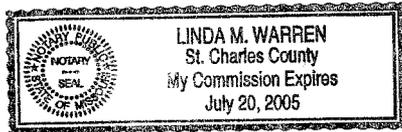
Linda M. Warren
Notary Public Signature
State of Mo

THE STATE OF Missouri §

COUNTY OF St. Louis §

BEFORE ME, the undersigned authority, on this day personally appeared THOMAS R. GREEN, known to me to be the person whose name is subscribed to the foregoing instrument as PARTNER of Delmar Properties, A Missouri general partnership, and he acknowledged to me that he executed the same for the purposes and considerations therein expressed, in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 18th day of Nov., 2004.



Linda M. Warren
Notary Public Signature
State of Mo

FILED AND RECORDED

OFFICIAL PUBLIC RECORDS 2004093328

Nancy E. Rister

12/03/2004 10:11 AM

CARRILLO \$32.00

NANCY E. RISTER, COUNTY CLERK
WILLIAMSON COUNTY, TEXAS

City of Round Rock
K. J. Miller
301 W. Bagdad #200
R.D. 7 78664