

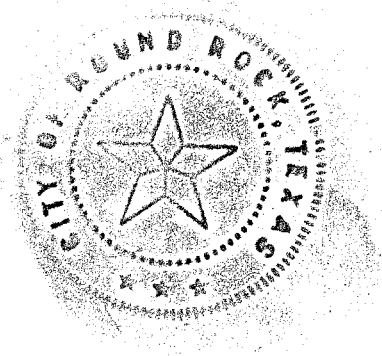
THE STATE OF TEXAS *

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 I am the custodian of the public records maintained by the City and that the attached is a true and correct copy of Ordinance No. Z-00-12-14-12D1 which was approved and adopted by the Round Rock City Council of the City of Round Rock, Texas, at a meeting held on the 14th day of December 2000, as recorded in the minutes of the City of Round Rock in Book 44.

CERTIFIED by my hand and seal of the City of Round Rock, Texas on this 12th day of January 2001.



Joanne Land

JOANNE LAND, Assistant City Manager/
City Secretary

ORDINANCE NO. Z-00-12-14-12D1

AN ORDINANCE AMENDING THE OFFICIAL ZONING MAP OF THE CITY OF ROUND ROCK, TEXAS ADOPTED IN SECTION 11.305(2), CODE OF ORDINANCES (1995 EDITION), CITY OF ROUND ROCK, TEXAS, AND MAKING THIS AMENDMENT A PART OF THE SAID OFFICIAL ZONING MAP, TO WIT: TO ZONE 19.77 ACRES OF LAND OUT OF THE SAMUEL JENKINS SURVEY, ABSTRACT 347, IN ROUND ROCK, WILLIAMSON COUNTY, TEXAS PLANNED UNIT DEVELOPMENT (PUD) NO. 45.

WHEREAS, an application has been made to the City Council of the City of Round Rock, Texas to amend the Official Zoning Map to zone the property described in Exhibit "A" as Planned Unit Development (PUD) No. 45, said exhibit being attached hereto and incorporated herein, and

WHEREAS, the City Council has submitted the requested change in the Official Zoning Map to the Planning and Zoning Commission for its recommendation and report, and

WHEREAS, the Planning and Zoning Commission held a public hearing concerning the requested change on the 30th day of October, 2000, following lawful publication of the notice of said public hearing, and

WHEREAS, after considering the public testimony received at such hearing, the Planning and Zoning Commission has recommended that the Official Zoning Map be amended so that the zoning classification of the property described in Exhibit "A" be changed to PUD No. 45, and

WHEREAS, on the 21st day of November, 2000, after proper notification, the City Council held a public hearing on the requested amendment, and

WHEREAS, the City Council determines that the zoning provided for herein promotes the health, safety, morals and protects and preserves the 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 (1995 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 has hereby determined the Planned Unit Development (PUD) No. 45 meets the following goals and objectives:

- (1) The development in PUD No. 45 is equal to or superior to development that would occur under the standard ordinance requirements.
- (2) P.U.D. No. 45 is in harmony with the general purposes, goals, objectives and standards of the General Plan.
- (3) P.U.D. No. 45 does not have an undue adverse effect upon adjacent property, the character of the neighborhood, traffic conditions, parking, utilities or any other matters affecting the public health, safety and general welfare.

- (4) P.U.D. No. 45 will be adequately provisioned by essential public facilities and services including streets, parking, drainage, water, wastewater facilities, and other necessary utilities.
- (5) P.U.D. No. 45 will be constructed, arranged and maintained so as not to 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.

II.

That the Official Zoning Map adopted in Section 11.305(2), Code of Ordinances (1995 Edition), City of Round Rock, Texas, is hereby amended so that the zoning classification of the property described in Exhibit "A", attached hereto and incorporated herein shall be, and is hereafter designated as Planned Unit Development (PUD) No. 45, and that the Mayor is hereby authorized and directed to enter into the Agreement and Development Plan for PUD No. 45 attached hereto as Exhibit "B", which agreement shall govern the development and use of said property.

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.

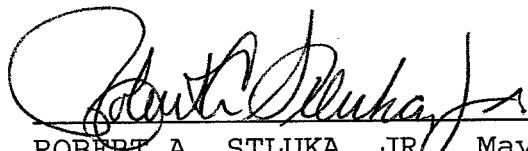
By motion duly made, seconded and passed with an affirmative vote of all the Council members present, the requirement for reading this ordinance on two separate days was dispensed with.

READ, PASSED, and ADOPTED on first reading this _____ day of _____, 2000.

Alternative 2.

READ and APPROVED on first reading this the 21st day of November, 2000.

READ, APPROVED and ADOPTED on second reading this the 14th day of December, 2000.



ROBERT A. STLUKA, JR., Mayor
City of Round Rock, Texas

ATTEST:



JOANNE LAND, City Secretary

**AGREEMENT AND DEVELOPMENT PLAN
FOR WESTON
PLANNED UNIT DEVELOPMENT NO. 45**

THE STATE OF TEXAS §
 §
COUNTY OF WILLIAMSON §

THIS AGREEMENT and Development Plan is made and entered into 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 LaTrelle Berkman Peterson, Individually and as Independent Executor of the Estate of J. Lawrence Berkman, deceased, and as Independent Executor of the Estate of LaTrelle Thompson Berkman, deceased, Ralph R. Peterson, Kristin Clair Peterson and John Russell Peterson, (hereinafter referred to as the "Owner", whether one or more).

WHEREAS, the Owner has submitted a request to the City to zone approximately 19.768 acres of land as a Planned Unit Development ("PUD"), said property being more particularly described in Exhibit "A", attached hereto and made a part hereof (hereinafter referred to as the "Property"), 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 setting forth the development conditions and requirements within the PUD, which Development Plan is contained in Section II of this Agreement; and

WHEREAS, on October 30, 2000, the City's Planning and Zoning Commission recommended approval of the Owner's application for a 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 with Development Plan

All uses and development within the property shall generally conform to the Development Plan set forth in Section II herein.

2. Changes and Modifications

No changes or modifications will be made to this Agreement or the Development Plan unless all provisions pertaining to changes or modifications as stated in Section II, 7.1 and 7.2 below are followed.

3. Zoning Violation

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

The lienholder of record, if any, 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 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.

5.2 Severability.

In case 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 provisions hereof and in such event, this agreement shall be construed as if such invalid, illegal or unenforceable provision had never been contained herein.

5.3 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.

5.4 Applicable Law.

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

5.5 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.

5.6 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 (and their respective successors and assigns), any rights, benefits or remedies under or by reason of this Agreement.

5.7 Duplicate Originals.

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

5.8 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
c/o Weston Companies
9020-II Capital of Texas Highway
Suite 500
Austin, Texas 78759

CITY OF ROUND ROCK
221 East Main Street
Round Rock, Texas 78664
Attn: Director of Planning

5.9 Effective Date.

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

5.10 Appeals of Administrative Decisions.

Administrative decisions provided for in this Agreement may be appealed to the City Council in writing within 90 days following receipt by the Owner of the written confirmation of the decision.

5.11 Binding Effect.

This Agreement and the Development Plan binds and benefits the Owner and its successors and assigns.

**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 approximately 19.768 acres of land, located within the city limits of Round Rock, Texas, and more particularly described in Exhibit "A," attached hereto.

3. Purpose

The purpose of this Plan is to insure a Planned Unit Development ("PUD") development 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 as amended, 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 serviced by essential public facilities and services, and 5) will be developed and maintained so as to not dominate, by scale or 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 of the Code.

4.2 Other Ordinances.

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

5. Permitted Uses.

The Property shall be used and developed for the uses set forth in Exhibit "C," attached hereto and incorporated herein.

6. Building Setbacks and Other Site Regulations.

Building setbacks and other site regulations shall be as permitted in the C-1 General Commercial District as modified in Exhibit "C" attached hereto.

7. Changes to Agreement and Development Plan.

7.1 Minor Changes.

Minor changes to this Agreement or Plan which do not substantially change this Plan may be approved administratively, if approved in writing, by the Director of Public Works, the Director of Planning and Community Development, and the City Attorney.

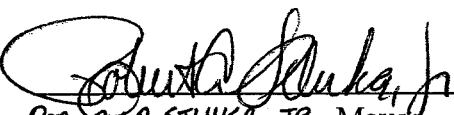
7.2 Major Changes.

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

8. General Plan Amended.

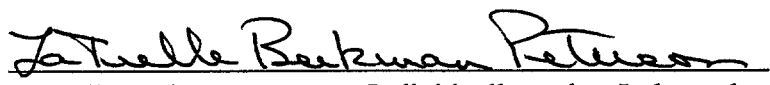
The Round Rock General Plan 2000 is hereby amended to reflect the provisions of this Agreement and Development Plan.

CITY OF ROUND ROCK, TEXAS

By: 
ROBERT A. STUKA, JR., Mayor
City of Round Rock, Texas

Date: 12-14-00

OWNER


LaTrelle Berkman Peterson, Individually and as Independent
Executor of the Estate of J. Lawrence Berkman, deceased, and
as Independent Executor of the Estate of LaTrelle Thompson
Berkman, deceased


Ralph R. Peterson


Kristin Claire Peterson


John Russell Peterson

19.771 ACRES
SAMUEL JENKINS SURVEY
WESTON COMPANIES

FN. NO. 00-255(MJJ)
AUGUST 13, 2000
BPI JOB NO. 1028-01.92

DESCRIPTION

OF A 19.771 ACRE TRACT OF LAND OUT OF THE SAMUEL JENKINS SURVEY, ABSTRACT NO. 347, SITUATED IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT CERTAIN 315.43 ACRE TRACT OF LAND CONVEYED TO LATRELLE BERKMAN PETERSON, ET. AL. BY DEED OF RECORD IN VOLUME 2452, PAGE 709 OF THE OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS; SAID 19.771 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a 1/2 inch iron rod found in the westerly line of County Road 122 (R.O.W. varies), being the southeasterly corner of Lot 2 Highland Terrace, an unrecorded subdivision comprising of 2.50 acres of land as conveyed to Robert M. Carlin, et. ux. by deed of record in Volume 1747, Page 414 of said Official Records and the easternmost northeasterly corner of said 315.43 acre tract;

THENCE, along the westerly line of County Road 122, being the easterly line hereof, the following four (4) courses and distances:

- 1) S00°57'07"E, a distance of 701.41 feet to a 1/2 inch iron rod found;
- 2) S88°47'33"W, a distance of 24.46 feet to a 1/2 inch iron rod found;
- 3) S00°29'14"E, a distance of 309.87 feet to a 1/2 inch iron rod with cap set;
- 4) S45°00'50"W, a distance of 56.05 feet to a 1/2 inch iron rod found in the northerly line of Gattis School Road (R.O.W. varies), for the southeasterly corner hereof;

THENCE, leaving the westerly line of County Road 122, along the northerly line of Gattis School Road, being the southerly line hereof, the following four (4) courses and distances:

- 1) N86°51'38"W, a distance of 206.76 feet to a 1/2 inch iron rod found;
- 2) N81°59'28"W, a distance of 216.12 feet to a 1/2 inch iron rod found;
- 3) N79°27'27"W, a distance of 338.38 feet to a 1/2 inch iron rod with cap set;
- 4) N85°44'37"W, a distance of 49.17 feet to a 1/2 inch iron rod with cap set, being the southeasterly corner of that certain 175.66 acre tract of land called "Tract 1" conveyed to Bon Terre-B, Ltd. by deed of record in Document No. 199961932 of the Official Public Records of said Williamson County, Texas and the southwesterly corner hereof;

EXHIBIT A

THENCE, N00°25'45"W, leaving the northerly line of Gattis School Road, along a portion of the easterly line of said "Tract 1", being the westerly line hereof, a distance of 941.85 feet to a 1/2 inch iron rod found being the southwesterly corner of Lot 1 of said Highland Terrace, comprising of 2.48 acres of land as conveyed to Jack R. Campbell (no recording information found), for the northwesterly corner hereof;

THENCE, N89°50'00"E, along the southerly line of said 2.48 acre tract and said 2.50 acre tract, being the northerly line hereof, a distance of 859.03 feet to the **POINT OF BEGINNING**, containing an area of 19.771 acres (861,240 sq. ft.) of land, more or less, within these metes and bounds.

I, MARK J. JEZISEK, A REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY CERTIFY THAT THE PROPERTY DESCRIBED HEREIN WAS DETERMINED BY A SURVEY MADE ON THE GROUND UNDER MY DIRECTION AND SUPERVISION. A LAND TITLE SURVEY WAS PREPARED TO ACCOMPANY THIS FIELDNOTE DESCRIPTION.

BURY & PARTNERS, INC.
ENGINEERS-SURVEYORS
3345 BEE CAVES ROAD, SUITE 200
AUSTIN, TEXAS 78746

Mark J. Jezisek 8-13-00
MARK J. JEZISEK, R.P.L.S.
NO. 5267
STATE OF TEXAS



EXHIBIT B

There are no existing lien holders on the Property.

EXHIBIT C

1. **Permitted and Prohibited Uses.**

All uses generally permitted in a C-1 General Commercial District are permitted on the Property, except for those described in the following sentence. The following uses are prohibited on the Property: mini-warehouses, flea markets, sexually oriented businesses (as defined in the Code), amusement parks or carnivals, portable building sales (except as incidental to other retail sales and further provided that such sales occur from the interior of a building or enclosed outdoor sales area), recreational vehicle parks, wholesale nurseries, outdoor shooting ranges, pawn shops, heavy equipment sales or rentals, kennels (but not prohibiting pet shops and veterinary clinics with overnight facilities), vehicle sales, truck stops, automotive repairs (except that oil service and tire sales and service stores are permitted), towing companies, automotive sales (including boats, recreational vehicles and trailers), motels and hotels. Notwithstanding the foregoing, tire sales and service stores shall not be permitted except on pad sites.

2. **Outdoor Sales, Storage and Displays.**

Outdoor sales, storage and displays are permitted in conjunction with the use of a building only under canopies or overhangs for that building or in areas designated on the site plan filed with the City for such building; provided any such areas designated on a site plan shall be located adjacent to the anchor store on the Property and shall not exceed 5,040 square feet in the aggregate. Outdoor sales may include (but shall not be limited to) outdoor cafes and outdoor dining areas (including outdoor seating for a food court) that: (i) are located and operated as an integral part of the principal use, and (ii) do not comprise a separate business use or a separate business activity. Parking requirements contained in the Code will apply to all outdoor cafés and dining areas in the same manner that such requirements apply to enclosed buildings.

3. **Building Materials.**

The exterior of all buildings on the Property shall consist of 100% masonry (except for glass/metal store fronts, roofs, overhangs, canopies and similar features). The term "masonry" as used herein shall include brick, stone, E.I.F.S. (Exterior Insulation Finish System), stucco, concrete block and tilt wall; provided, however, no more than 50% of any such building may be constructed of stucco or E.I.F.S. Notwithstanding the foregoing, the back wall of any building (except the anchor building) within 120' of any residential lot shall be a split face concrete block.

In that the development is considered a unified project, the Owner intends to construct each building on the Property with compatible building materials.

The following materials are prohibited on the exterior walls of all buildings and structures (this section does not apply to roofs):

Sheet, corrugated, and unfinished Aluminum
Asbestos
Galvanized Steel
Mirrored Glass (reflectivity of 20% or more)

4. Signs.

a. One multi-tenant integrated shopping center sign shall be permitted on the Property (along Gattis School Road), which sign shall be constructed with brick or masonry structure and otherwise substantially in accordance with the drawing shown in Exhibit "D" and shall not exceed twenty feet (20') in height. The sign shall not contain more than 160 square feet (no more than 80 square feet on either side) of tenant identification sign area. Each pad site on the Property (including any service station) shall be permitted to have a monument sign not to exceed six feet (6') in height. Except as provided herein, signage shall comply with applicable City of Round Rock ordinances.

b. No signs shall be permitted on the rear walls of any building within 120' of any residential lot; provided, however, small directional and shop identification signs placed no higher than 8-feet on the wall shall be permitted.

5. Service and Loading Areas.

a. Screening Required: No dock high loading area is permitted unless such area is visually screened from public view.

b. Delivery Vehicles: All delivery and utility vehicles stored on-site must be inside a closed building or within a screened portion of the site.

c. Service Areas: Service areas shall be screened from adjacent tracts and all public rights-of-way. Methods of screening include fencing, evergreen landscaping and depressed service areas.

d. Loading Areas: All loading and service areas must be clearly signed. Loading spaces must be clearly denoted on the pavement and designed so as to not prohibit on-site vehicular circulation when occupied. Loading spaces will be located directly in front of a loading door. Loading areas must be designed to accommodate backing and maneuvering on-site, not from a public street. No loading doors for any building used for other than grocery store use may be located closer than fifty feet (50') to any exterior boundary line of the Property. No loading doors for buildings used for grocery store sales may be located within one hundred twenty feet (120') of the northern exterior boundary line of the Property.

e. Trash Storage: Refuse storage enclosures are required for all buildings. Enclosures must be of sufficient height to screen all refuse containers completely and must be

provided with gates, so as to provide screening of views from adjacent lots and public rights-of-way. All enclosures must be constructed of permanent materials (concrete, masonry, wood, steel, etc.) which are compatible with the building it serves. Refuse storage areas must be designed to contain all refuse generated on-site between collections. No trash enclosure may be located within fifty feet (50') of any exterior boundary line of the Property. Further, no trash enclosure used by the grocery store may be located within one hundred twenty feet (120') of any exterior boundary line of the Property.

- f. Street Level Mechanical Equipment: All ground-mounted service equipment (e.g., air conditioners, transformers, trash collection equipment) related to each building will be screened from adjacent tracts and public rights-of-way. Methods of screening include evergreen landscaping and depressed service areas. Service areas must be paved, curbed, and internally drained.
- g. Roof and Wall Mounted Mechanical Equipment: All roof and wall mounted mechanical elements must be reasonably screened from view by the public. Screening must be compatible with the building design. If roof decks with mechanical units are visible from any occupiable level of adjacent buildings or adjacent right-of-way, the mechanical units must be screened and painted to match the finished roof material.

6. **Exterior Lighting.**

- a. Minimal Spillover. All lighting on the rear of any building within 120' of any residential lot shall be wall mounted fixtures no more than twelve feet (12') in height. Such fixtures can be swivel type fixture and shall be directed so as to not allow direct light to spill over the exterior boundary line of the Property to the residential lots.
- b. Parking Lot Fixtures. Light standards will be metal poles no more than twenty-five feet (25') in height (including the base) with metal halide horizontal shielded lamp fixtures and sharp cut off edges.
- c. Site Plan. The site plan submittal for the Property will include lighting specifications and a photometric plan in accordance with this Plan.

7. **Landscaping.**

- a. Existing Trees: Existing large mature trees will be retained to the extent required by the Code.
- b. Tree Protection: All trees within an approved building site which are required to be preserved in accordance with the Code must be flagged and encircled with protective

fencing. The proposed site plans will indicate trees to remain and those to be removed. The fencing must extend beyond the full spread on the tree's branches to reasonably ensure successful protection. Existing trees in parking areas will be saved in groups and as specimens whenever practicable.

- c. Open Space: All areas not containing buildings, structures, parking lots, sidewalks, fountains, site furniture or other improvements, including, but not limited to, front, side and rear building set back areas, and all areas between the curb line and the property line, must be planted, landscaped, and maintained in good condition. The landscape planting design must provide for easy maintenance. Utility easements will be landscaped consistent with other landscape areas where allowed by the respective utility company.
- d. Rights of Way: Areas within the road right-of-way may be landscaped only in accordance with a license agreement with the City.
- e. Grass: All landscaped areas not in groundcover or shrub beds will be planted in grasses. Overseeding in fall with cool season native grasses is allowed. The use of edging material to separate all grass areas from shrub and ground cover areas is required. Use of narrow paving "mowstrips" are allowed around building foundations for easy maintenance.
- f. Irrigation: An underground, automatic irrigation system must be installed in all landscaped areas. Sprinkler heads must be located to effectively water the landscaped areas with minimal spray onto roadways, parking areas and walk-ways.
- g. Screening of Parking: Screening may be accomplished with landscaping or berms. Berms may not exceed a 3:1 pitch. The landscaping will include shrubbery, native vegetation and trees sufficient to provide screening of parking areas. Shrubby must be maintained to a minimum height of 3 feet.
- h. Parking Areas: In all vehicular use areas and parking areas, a minimum of 90 square feet for each 9 parking spaces must be devoted to landscaped strips, islands, peninsulas, medians, or other landscaped areas. No parking space shall be located further than fifty (50') feet from a parking island.
- i. Landscape Buffer. There will be a twenty-five foot (25') landscape buffer on the boundary line of the Property fronting on Gattis School Road and County Road 122, a sixty foot (60') landscape buffer on the north boundary line of the Property and a fifteen foot (15') landscape buffer on the western boundary line of the Property. A detention pond, utilities and driveways that cross the landscape buffer may be located within the landscape buffers.

- j. New Trees. All new trees placed on the Property will be specimen trees of at least three (3) caliper inches on the exterior boundary lines of the Property and at least two (2) caliper inches elsewhere on the Property. Further, Owner shall install prior to issuance of the first certificate of occupancy for an in-line building on the Property, three (3) caliper inch live oak trees (or another tree acceptable to the city) along (i) the northern exterior boundary of the Property spaced on thirty foot (30') centers and (ii) along the western exterior boundary of the Property spaced on twenty-five foot (25') centers.
- k. Detention Pond. The detention pond to be located on the Property shall be designed as an earthen grass lined pond with masonry side walls or earthen grass sloped walls landscaped with continuous shrubbery.

8. Utility Lines.

All utility service lines must be underground to connection points provided by the utility service provider. All transformers must be screened.

9. Height.

Building heights on the Property shall not exceed forty-five feet (45'). Out lot building heights shall not exceed twenty-five (25') feet.

10. Traffic.

- a. Prior to issuance of the first certificate of occupancy for the Property, Owner shall make those traffic improvements described in subparts 1.a and b of the Summary and Recommendations section of that certain Traffic Impact Analysis for the Shops at Forest Creek dated July 19, 2000, prepared by WHM Transportation Engineering Consultants, Inc. (the "TIA"), said section attached hereto as Exhibit "F". The entire TIA is filed with the City Secretary. Such improvements entail only changing or adding markings to the existing paved surface.
- b. In connection with the final plat of the Property, Owner shall dedicate additional right-of-way along County Road 122 so that the width of the right-of-way from the existing center line of such right-of-way to the boundary line of the Property is approximately fifty feet (50').
- c. Prior to issuance of the first certificate of occupancy for any building taking access from County Road 122 to the Property, Owner shall cause the construction of sufficient pavement in the right-of-way of County Road 122 from a point approximately one hundred sixty-five feet (165') north of the northern edge of Driveway F to a point approximately one hundred seventy-two feet (172') south of

the southern edge of Driveway E, and will mark that pavement and modify the existing pavement of County Road 122, to provide a continuous left turn lane between Driveways E and F, as shown on the attached Exhibit E. Owner shall have no obligation to construct curbs, gutters, or utilities within or along such additional paving.

d. The number of driveways permitted on the Property shall be as shown on the TIA, and the location of such driveways shall be as approximately shown on the TIA.

e. Notwithstanding anything to the contrary contained in the TIA:

(i) The throat of Driveway F (i.e., the distance from the right-of-way of County Road 122 to the first internal drive intersecting Driveway F) shall be at least seventy feet (70').

(ii) Driveway C and D shall permit only right in and right out turn movements as generally shown on Exhibit "E".

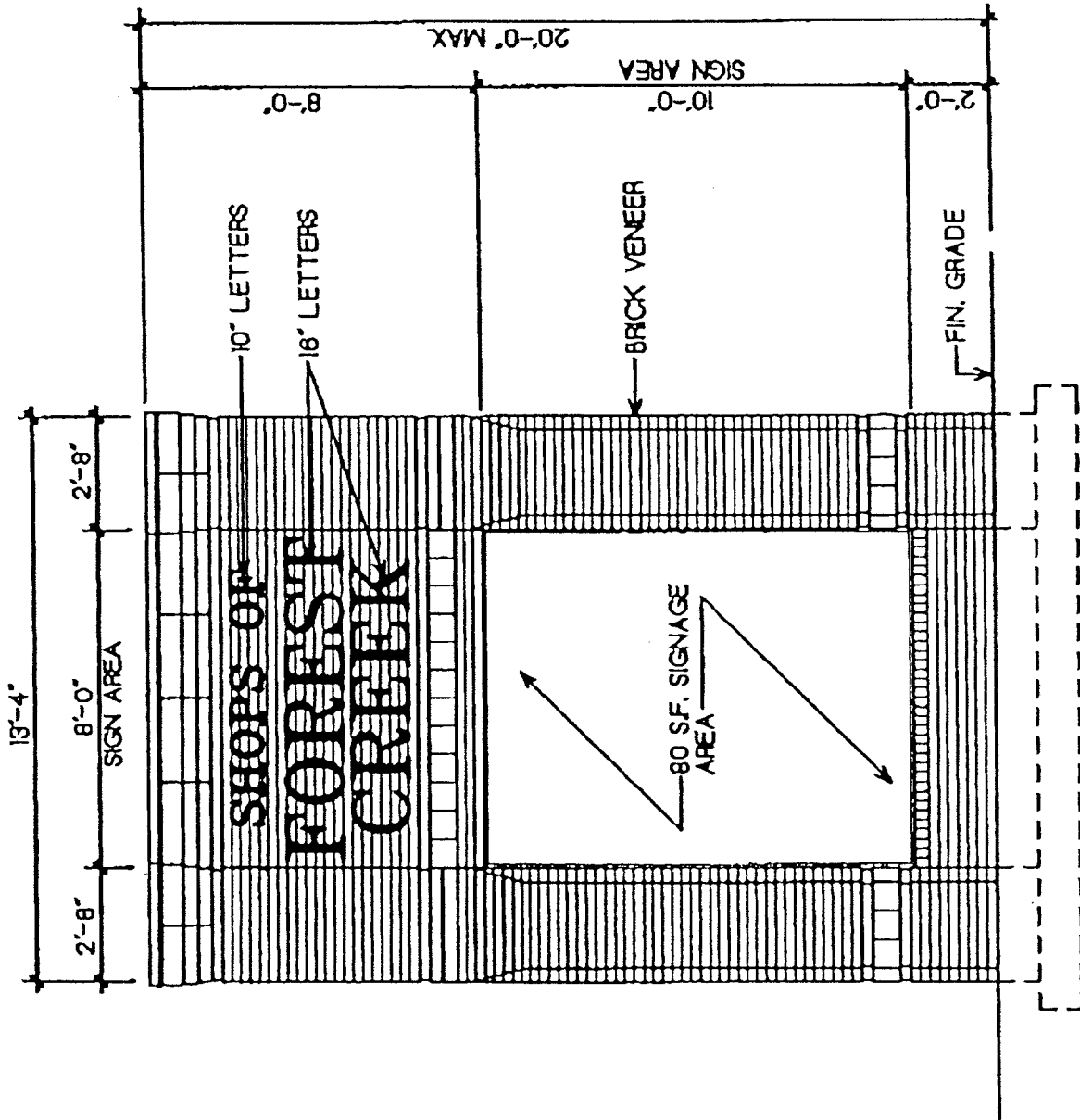
(iii) Internal driveways intersecting Driveway "B" and "E" shall be as generally shown on Exhibit "E".

11. Fence.

Prior to issuance of the first certificate of occupancy for the Property, there shall be constructed, and thereafter properly maintained, an eight foot (8') wood fence with a wood rain cap (and posts which include a concrete base) along the northern and western exterior boundary lines of the Property, with the finished side of the fence facing out from the Property.

12. Building Set Back.

No building shall be located within sixty-five feet (65') of the northern or western boundary lines of the Property.



BRICK PYLON SIGN

EXHIBIT 'D'

SCALE 1/4" = 1'-0"

RECORDERS MEMORANDUM

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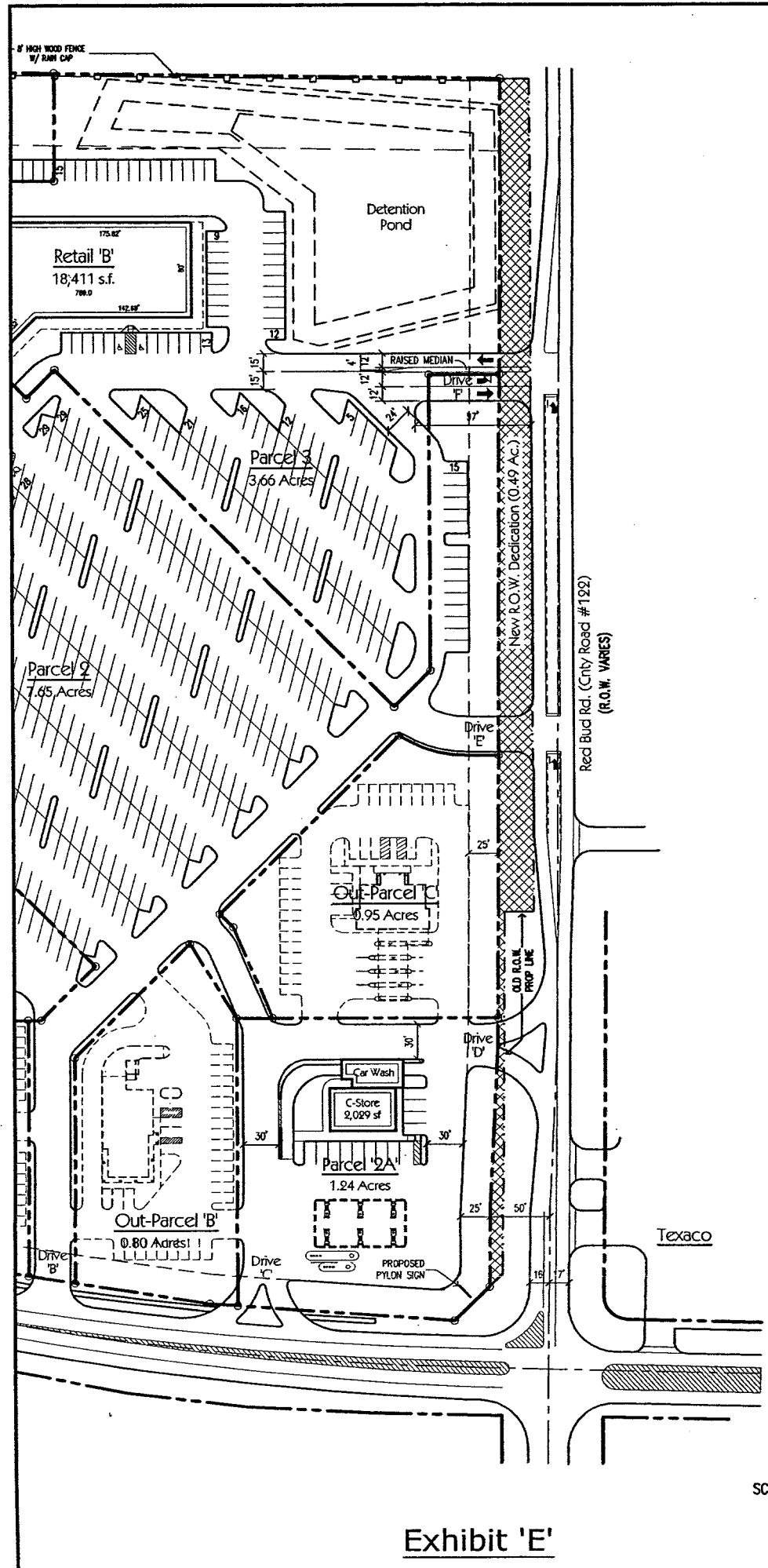


Exhibit 'E'

SUMMARY AND RECOMMENDATIONS

The preceding analyses have illustrated the effects of site generated and forecasted traffic demand upon the street and roadway network adjacent to and in the vicinity of the project site. Generated traffic volumes were developed assuming completion of the development during 2001. Based on analysis of existing and projected conditions and in order to provide the safest and most effective movement into and out of the site, the following recommendations were developed.

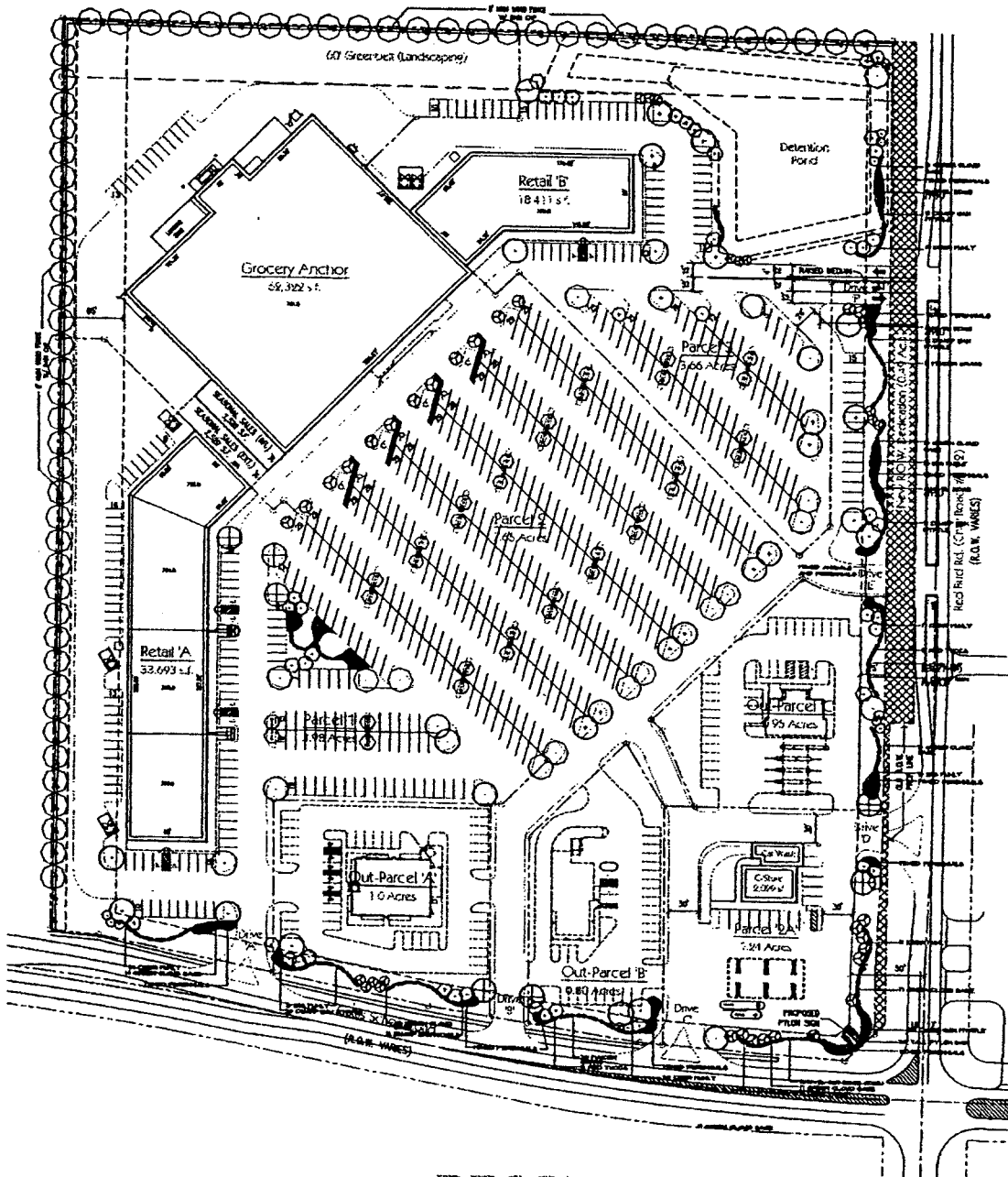
1. Unsignalized operations at the intersection of Red Bud Road/CR 122 and Gattis School Road under site plus forecasted conditions result in an overall LOS D or worse. Current traffic volumes warrant a traffic signal at this location. Therefore, for forecasted conditions, the intersection of Red Bud Road/CR 122 and Gattis School Road was assumed to be signalized. The AM and PM peak overall intersection LOS is B under forecasted (without site) traffic conditions. For site plus forecasted traffic conditions, the LOS is B and D for the AM and PM peaks, respectively. Recommended improvements to this intersection include the following modifications as shown in Figure 4:
 - a. Provision of a westbound left turn lane
 - b. Addition of pavement markings on the northbound approach to provide a left turn lane and a through/right shared lane
2. Driveways A and C operate at an acceptable level of service under site plus forecasted traffic conditions. These driveways should be constructed with a 30-foot cross section to provide right in/out operation. Left turn maneuvers should not be allowed to or from the driveways due to their proximity to channelized left turn lanes at High Country Boulevard and CR 122.
3. Driveways B, D, E and F operate at an acceptable level of service under site plus forecasted traffic conditions. These driveways should be constructed as 36-foot sections with two outbound lanes.
4. Consideration should be given to modification of existing pavement markings on Gattis School Road to provide a continuous left turn lane between High Country Boulevard and CR 122.

Weston Design, inc.

austin texas

Proposed Development Site Plan

GATTIS SCHOOL RD & #122
ROUND ROCK, TEXAS



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OCT 24 2000

CITY OF ROUND ROCK
PLANNING DEPARTMENT



SCALE: 1" = 140'-0"

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FILENAME: NEWLSPLAN.DWG

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WILLIAMSON COUNTY, TEXAS

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③ CITY OF ROUND ROCK
ADMINISTRATION
221 EAST MAIN STREET
ROUND ROCK, TEXAS 78664