



ADMINISTRATIVE AMENDMENT TO PUD 60 AND PUD 59



**ROUND ROCK, TEXAS**  
PURPOSE. PASSION. PROSPERITY.

January 3, 2006

Kathy Shields  
Vice President of Development  
Simon  
115 West Washington Street  
Indianapolis, Indiana 46204

RE: Administrative Amendment to PUD 60 and PUD 59, Cinema Design

Dear Ms. Shields:

Because the appearance of the proposed cinema to be located on a portion of Parcel 2 of PUD 60 (Round Rock Premium Outlets) and a portion of Parcel 2 of PUD 59 (Chandler IH 35 Retail, Ltd.) does not match the required design standards shown in **Exhibit K** of PUD 60 and **Exhibit I** of PUD 59, we have replaced these exhibits with revised versions to ensure consistency between what is required by the PUD and the actual construction drawings. The revised **Exhibits K** and **I** are attached to this document. This change is being made as an administrative amendment as provided for by Section 15.1 of PUD 60 and Section 13.1 of PUD 59.

The design for the cinema shown in the revised exhibits is of a superior quality to that shown in the original exhibits and includes a number of additional features that will make the cinema more compatible with the architecture of the nearby outlets. In this sense, the revised exhibits not only maintain the original intent of the PUDs, but they also enhance the compatibility of the various uses within the PUD and further promote the architectural theme of the primary buildings.

Sincerely,

**Mayor**

Nyle Maxwell

**Mayor Pro-tem**

Alan McGraw

**Council Members**

Rufus Honeycutt

Joe Clifford

Carlos T. Salinas

Scott Rhode

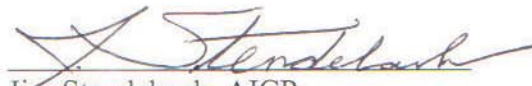
Gary Coe

**City Manager**

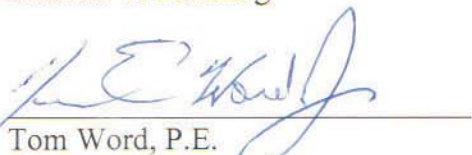
James R. Nuse, P.E.

**City Attorney**

Stephan L. Sheets

  
Jim Stendebach, AICP  
Director of Planning

  
Charles Crossfield  
City Attorney

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

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 11 day of January, 2006

Bernadette A. Hayes  
Notary Public Signature  
State of Texas



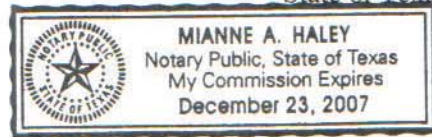
THE STATE OF TEXAS §

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 12 day of January 2006

Mianne Haley  
Notary Public Signature  
State of Texas



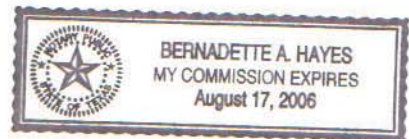
THE STATE OF TEXAS §

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 11 day of January, 2005.

Bernadette A. Hayes  
Notary Public Signature  
State of Texas



AGREED TO BY OWNER:

SPG ROUND ROCK NS, L.P.,  
A Delaware limited partnership

By: VPI LANDCO, L.L.C.,  
an Illinois limited liability company,  
General Partner

By: VIRGINIA PROPERTIES, INC.,  
An Illinois corporation,  
Manager

By: *James M. Barkley*

James M. Barkley  
General Counsel

INDIANA

THE STATE OF ~~TEXAS~~ §

COUNTY OF ~~BEXAR~~ § MARION

James Barkley BEFORE ME, the undersigned authority, on this day personally appeared James Barkley, known to me to be the person whose name is subscribed to the foregoing instrument as an Authorized Representative for SPG ROUND ROCK NS, L.P., and she acknowledged to me that she 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 6 day of JAN, 2008.6

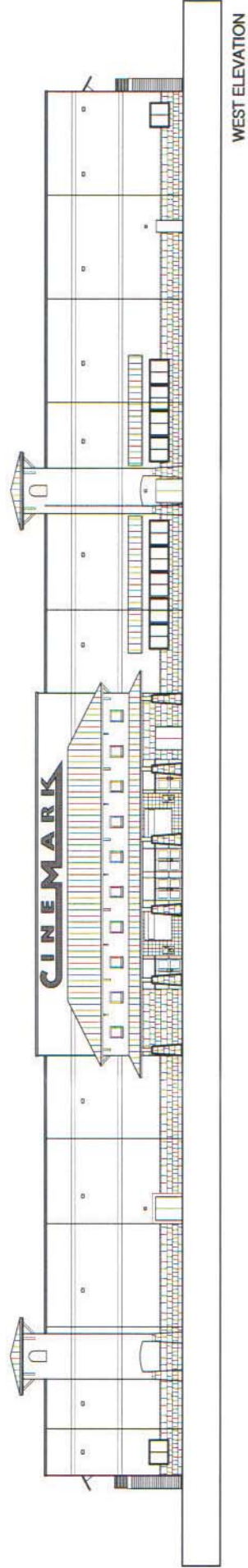
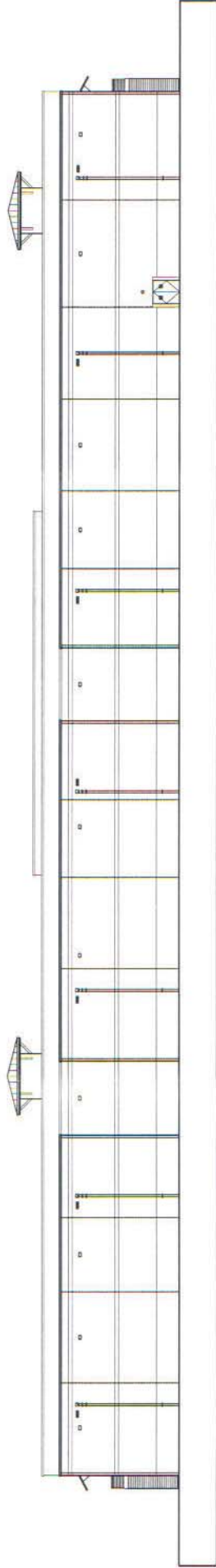
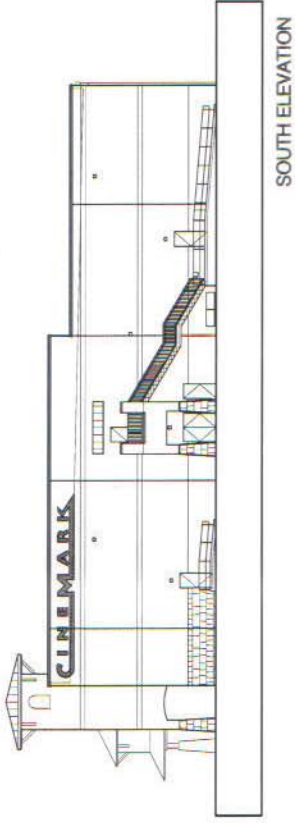
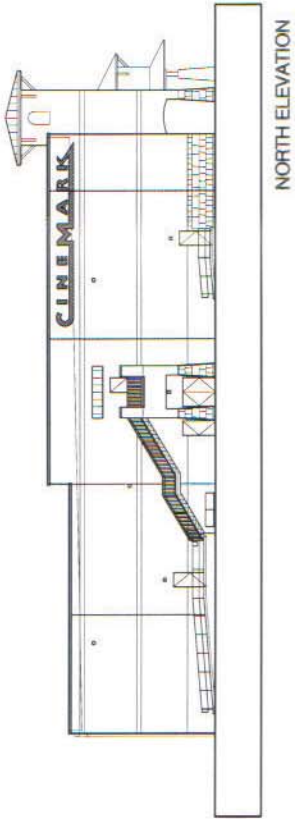
*Teresa M. Wall*

Notary Public Signature  
State of Indiana



TERESA M. WALL  
Res. of Marion Co.  
Comm. Exp. 8-8-2009

**RECORDERS MEMORANDUM**  
All or parts of the text on this page was not  
clearly legible for satisfactory re-recording.

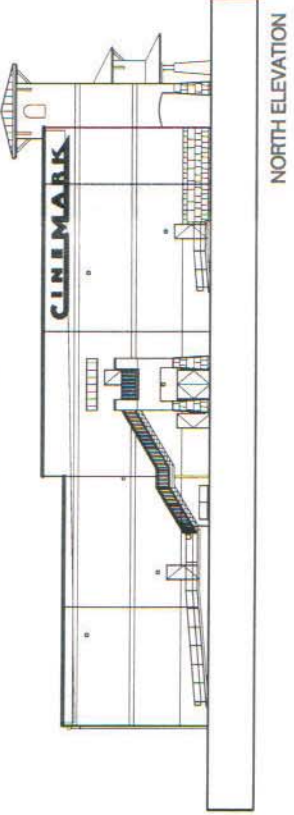


CINEMARK MOVIES 14 - ROUND ROCK, TEXAS

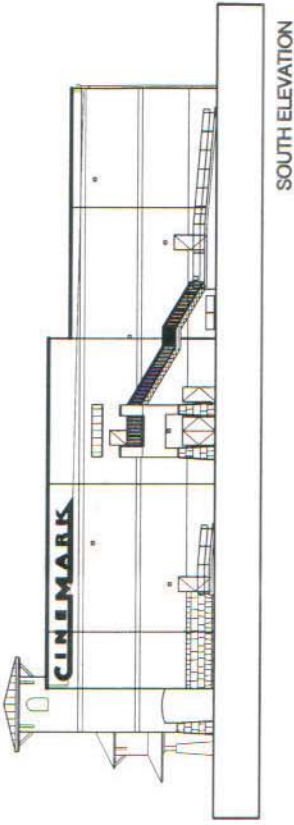
EXHIBIT K



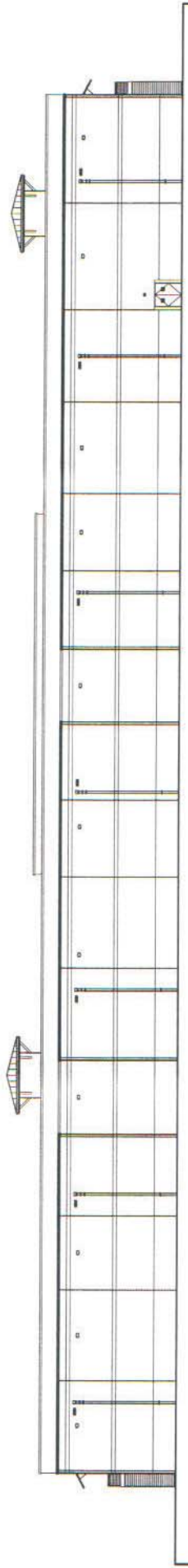
**RECORDERS MEMORANDUM**  
All or parts of the text on this page was not  
clearly legible for satisfactory reproduction.



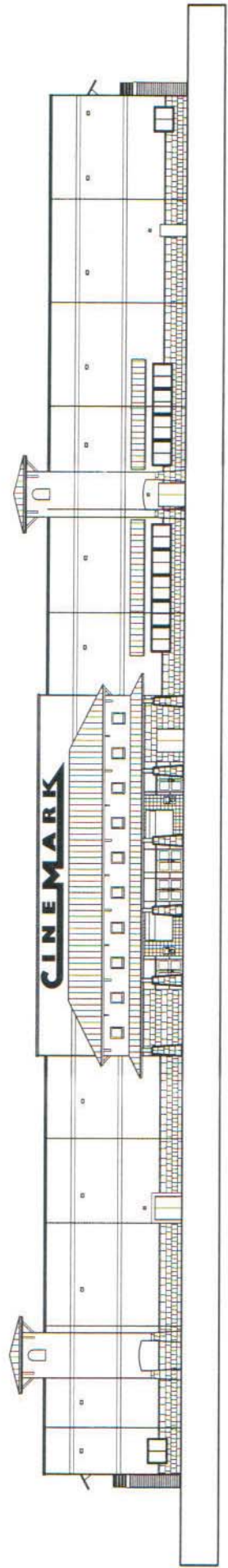
NORTH ELEVATION



SOUTH ELEVATION



EAST ELEVATION



WEST ELEVATION

**EXHIBIT I**  
0 10 20 40 ft

CINEMARK MOVIES 14 - ROUND ROCK, TEXAS

Please return to:

Shannon Burke, AICP  
Senior Planner  
City of Round Rock  
301 W. Bagdad St., Ste. 210  
Round Rock, Texas 78664

**FILED AND RECORDED**  
OFFICIAL PUBLIC RECORDS 2006005772

*Nancy E. Rister*

01/24/2006 04:06 PM

CARRILLO \$36.00

NANCY E. RISTER, COUNTY CLERK  
WILLIAMSON COUNTY, TEXAS