



ADMINISTRATIVE AMENDMENT TO PUD 60



ROUND ROCK, TEXAS
PURPOSE. PASSION. PROSPERITY.

May 22, 2006

Mark Silvestri
Senior Director – Development & Acquisitions
Chelsea Property Group
103 Eisenhower Parkway
Roseland, NJ 07068

RE: Administrative Amendment to PUD 60, Gallery Zone Identifiers

Dear Mr. Silvestri:

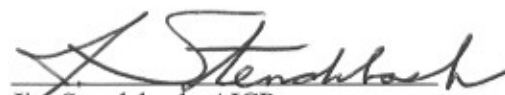
The Round Rock Premium Outlets Planned Unit Development (PUD 60) includes a provision for a number of “Gallery Zone Identifiers” to assist in the navigation of the various sections of the development. As originally envisioned, the development would only need six of these signs in the first phase (with two more added in the second phase), and each sign would be limited to no more than 10 square feet.


Now that the development is nearing completion, it is apparent that one additional sign is needed at the east-central entrance in order to ensure easy identification of the “zones” on this end of the project. It is also clear that the 10 square feet limitation is out of scale with the surrounding architecture. The towers, stone bases and feature elevations that these signs will be mounted on have such a large scale that a sign of only 10 square feet would disappear or at the very least look out of place.


We have therefore made the following administrative amendments per your request and as provided for by Section 15.1 of the Development Plan.

1. Exhibit I-1 (Overall Signage Location Plan) is replaced with the revised version attached hereto.
2. Section 13.12 (Gallery Zone Identifiers) of the Development Plan is replaced with the revised Section 13.12 attached hereto.

Sincerely,


 Jim Stendebach, AICP
 Director of Planning


 Charles Crossfield
 City Attorney


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

Mayor
Nyle Maxwell

Mayor Pro-tem
Alan McGraw

Council Members
Rufus Honeycutt
Joe Clifford
Carlos T. Salinas
Scott Rhode
Ted Williamson

City Manager
James R. Nuse, P.E.

City Attorney
Stephan L. Sheets

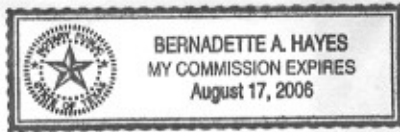
THE STATE OF TEXAS §

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 1 day of June, 2006.

Bernadette A. Hayes
Notary Public Signature
State of Texas



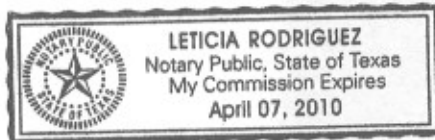
THE STATE OF TEXAS §

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 22 day of JUNE, 2006.

Leticia Rodriguez
Notary Public Signature
State of Texas



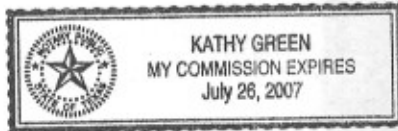
THE STATE OF TEXAS §

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 26 day of June, 2006.

Kathy Green
Notary Public Signature
State of Texas




AGREED TO BY OWNER:

CPG ROUND ROCK, L.P.,
a Texas limited partnership

By: CPG TEXAS FINANCE 1, LLC,
a Delaware limited liability company,
General Partner

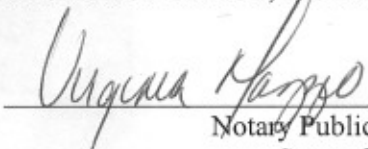
By: VIRGINIA PROPERTIES, INC.,
an Illinois corporation,
Manager

By: 
Name: Mark Silvestri
Title: Authorized Signatory


THE STATE OF N.J. §
COUNTY OF Essex §

BEFORE ME, the undersigned authority, on this day personally appeared Mark Silvestri, known to me to be the person whose name is subscribed to the foregoing instrument as an Authorized Representative for CPG ROUND ROCK, 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 30th day of May, 2005.


Notary Public Signature
State of NJ

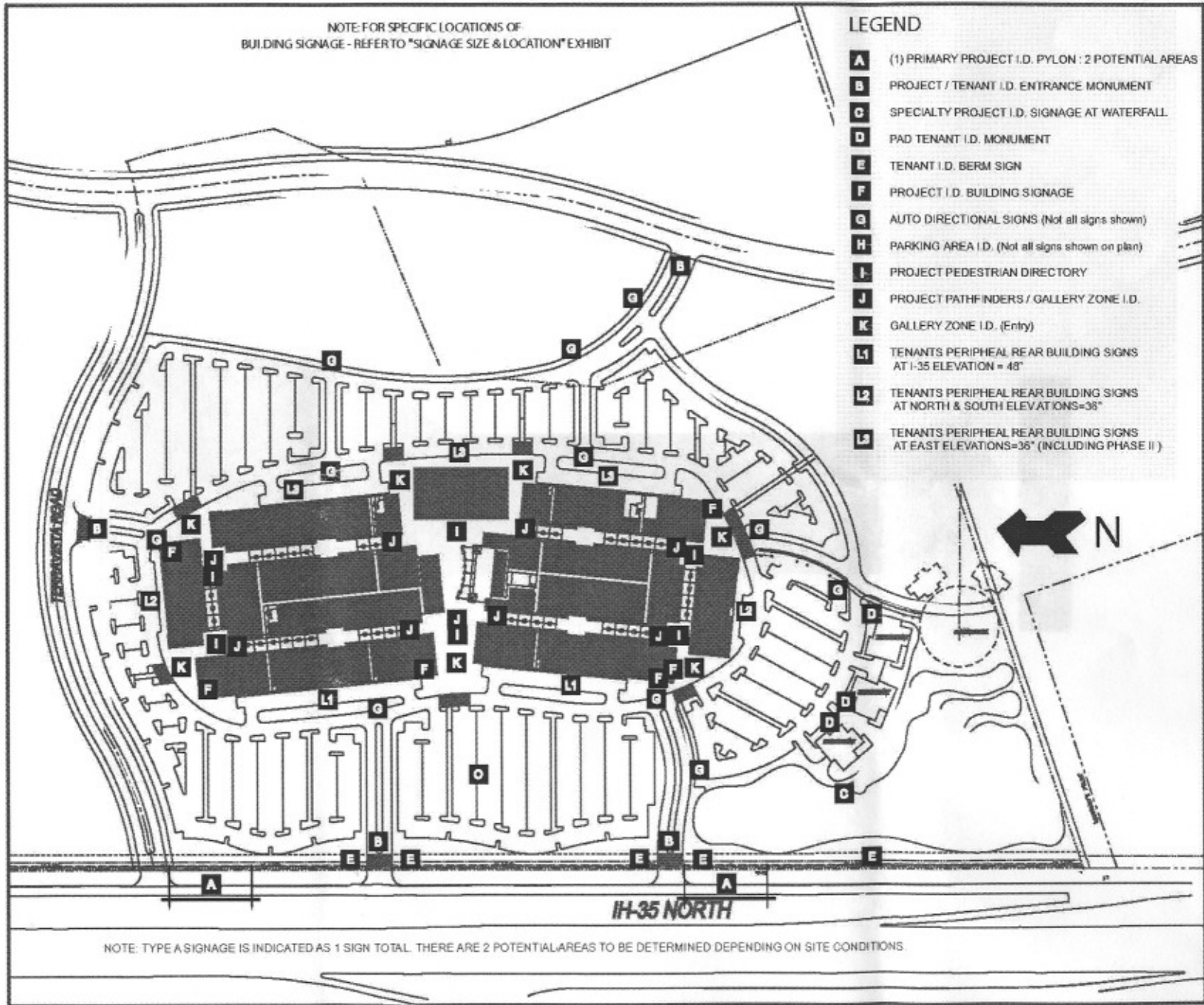
Virginia Mazzeo
Notary Public, State of New Jersey
I.D. No. 2230831
My Commission Expires Oct. 19, 2009



NOTE FOR SPECIFIC LOCATIONS OF BUILDING SIGNAGE - REFER TO "SIGNAGE SIZE & LOCATION" EXHIBIT

LEGEND

- A** (1) PRIMARY PROJECT I.D. PYLON : 2 POTENTIAL AREAS
- B** PROJECT / TENANT I.D. ENTRANCE MONUMENT
- C** SPECIALTY PROJECT I.D. SIGNAGE AT WATERFALL
- D** PAD TENANT I.D. MONUMENT
- E** TENANT I.D. BERM SIGN
- F** PROJECT I.D. BUILDING SIGNAGE
- G** AUTO DIRECTIONAL SIGNS (Not all signs shown)
- H** PARKING AREA I.D. (Not all signs shown on plan)
- I** PROJECT PEDESTRIAN DIRECTORY
- J** PROJECT PATHFINDERS / GALLERY ZONE I.D.
- K** GALLERY ZONE I.D. (Entry)
- L1** TENANTS PERIPHEAL REAR BUILDING SIGNS AT I-35 ELEVATION = 48"
- L2** TENANTS PERIPHEAL REAR BUILDING SIGNS AT NORTH & SOUTH ELEVATIONS=36"
- L3** TENANTS PERIPHEAL REAR BUILDING SIGNS AT EAST ELEVATIONS=36" (INCLUDING PHASE II)



NOTE: TYPE A SIGNAGE IS INDICATED AS 1 SIGN TOTAL. THERE ARE 2 POTENTIAL AREAS TO BE DETERMINED DEPENDING ON SITE CONDITIONS.

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

13.12 Gallery Zone Identifiers

For the purpose of identifying shopping area zones, a maximum of nine (9) signs (Gallery Zone Identifiers) may be installed and maintained by Owner at the entrance to each shopping area zone on the Property. A maximum of seven (7) Gallery Zone Identifiers may be installed on Phase 1, and a maximum of two (2) Gallery Zone Identifiers may be installed on Phase 2.

Gallery Zone Identifiers shall be building-mounted at a height compatible with the surrounding architectural motif.

The face or sign area of each Gallery Zone Identifier shall not exceed twenty-five (25) square feet.

FILED AND RECORDED

OFFICIAL PUBLIC RECORDS 2006052802

Nancy E. Rister

06/27/2006 11:56 AM

CARRILLO \$36.00

NANCY E. RISTER, COUNTY CLERK

WILLIAMSON COUNTY, TEXAS