

ORDINANCE NO. AZ-05-05-26-11D2

AN ORDINANCE ANNEXING AND ZONING ADJACENT AND CONTIGUOUS TERRITORY OF APPROXIMATELY 141.681 ACRES TO THE CITY OF ROUND ROCK, TEXAS; AMENDING THE OFFICIAL ZONING MAP OF THE CITY 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; PROVIDING FOR A SEVERABILITY CLAUSE; PROVIDING AN EFFECTIVE DATE; PROVIDING FOR A SAVINGS CLAUSE AND REPEALING CONFLICTING ORDINANCES AND RESOLUTIONS.

WHEREAS, the City of Round Rock, Texas ("City") is a duly constituted Home Rule City pursuant to Chapter 9, Local Government Code, as amended, and

WHEREAS, pursuant to Section 43.028, Local Government Code, the owners of approximately 141.681 acres of land consisting of two tracts of land, one containing 131.348 acres, more fully described in **Exhibit Ord.-A**, and one containing 10.333 acres, more fully described in **Exhibit Ord.-B**, (herein collectively referred to as the "Property") have petitioned the City Council in writing to annex the Property, and

WHEREAS, the Property is (1) one-half mile or less in width; (2) contiguous to the City; and (3) vacant and without residents, and

WHEREAS, the petition was filed more than five (5) days and less than thirty (30) days before the City Council heard the petition and the arguments for and against the annexation, and

WHEREAS, the City Council has determined that all requirements of Section 43.028, Local Government Code have been complied with and hereby consider it appropriate to grant the petition for annexation, and

WHEREAS, an application has been made to the City to amend the Official Zoning Map to adopt original zoning on the Property as follows:

(i) Planned Unit Development No. 60 ("PUD No. 60") on 87.193 acres of land described in **Exhibit Ord.-D.2** and

(ii) Planned Unit Development No. 61 ("PUD No. 61") on 54.492 acres of land described in **Exhibit Ord.-E.2**, and

WHEREAS, the requested changes in the Official Zoning Map were submitted to the Round Rock Planning and Zoning Commission ("Commission") for its recommendation and report, and

WHEREAS, the Commission held a public hearing concerning the requested changes on the 16th day of March, 2005, following lawful publication of the notice of said public hearing, and

WHEREAS, after considering the public testimony received at such hearing, the Commission has recommended that the Official Zoning Map be amended so that the zoning classification of the property described in **Exhibit Ord.-D.2** be classified as PUD No. 60 and that the zoning classification of the property described in **Exhibit Ord.-E.2** be classified as PUD No. 61, and

WHEREAS, on the 12 day of May, 2005, after proper notification, the City Council held a public hearing on the requested original zoning, 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:

I.

That all of the above premises are found to be true and correct and are incorporated into the body of this Ordinance as if copied in their entirety.

II.

That the City Council has heard the arguments for and against the annexation and has determined that it is in the best interest of the City and the owners of the Property to grant the petition for annexation.

III.

That the Property described in **Exhibit Ord.-A** and **Exhibit Ord.-B**, be and is hereby annexed and brought within the corporate limits of the City of Round Rock, Williamson County, Texas, and same is hereby made an integral part hereof.

IV.

That the owners and future inhabitants of the area herein annexed be entitled to all of the rights and privileges of other citizens and property owners of said City and are hereby bound by all acts, ordinances and all other legal action now in full force and effect and all those which may be hereafter adopted.

V.

That the official map and boundaries of the City, heretofore adopted and amended be and is hereby amended so as to include the aforementioned territory as part of the City of Round Rock, Texas.

VI.

That the Service Plan providing for extension of municipal services to the area proposed to be annexed, attached hereto and incorporated herein as **Exhibit Ord.-C**, is hereby approved.

VII.

That the City Manager is hereby directed and authorized to perform or cause to be performed all acts necessary to modify the official map of the City to add the territory hereby annexed as required by law.

VIII.

That the City Council has hereby determined that PUD No. 60 and PUD No. 61 meet the following goals and objectives:

- (1) The development in PUD No. 60 and PUD No. 61 is equal to or superior to development that would occur under the standard ordinance requirements;
- (2) PUD No. 60 and PUD No. 61 are in harmony with the general purposes, goals, objectives and standards of the General Plan;
- (3) PUD No. 60 and PUD No. 61 do 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) PUD No. 60 and PUD No. 61 will be adequately provisioned by essential public facilities and services including streets, parking, drainage, water, wastewater facilities, and other necessary utilities; and
- (5) PUD No. 60 and PUD No. 61 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.

IX.

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:

- (i) the zoning classification of the property described in **Exhibit Ord.-D.2**, is hereafter designated as Planned Unit Development No. 60, and the Mayor is hereby authorized and directed to enter into the Agreement and Development Plan for PUD No. 60 attached hereto as **Exhibit Ord.-D.1**, which agreement shall govern the development and use of said property; and
- (ii) the zoning classification of the property described in **Exhibit Ord.-E.2**, is hereafter designated as Planned Unit Development (PUD) No. 61, and the Mayor is hereby authorized and directed to enter into the Agreement and Development Plan for PUD No. 61 attached hereto as **Exhibit Ord.-E.1**, which agreement shall govern the development and use of said property.

X.

That this Ordinance shall become effective after its passage.

XI.

That the City Secretary is hereby directed and authorized to file a certified copy of this Ordinance in the Office of the County Clerk of Williamson County, Texas.

XII.

If any section, subsection, sentence, phrase, or word of this Ordinance be found to be illegal, invalid or unconstitutional or if any portion of said property is incapable of being annexed by the City, for any reason whatsoever, the adjudication shall not affect any other section, sentence, phrase, word, paragraph or provision of this Ordinance or the application of any other section, sentence,

phrase, word, paragraph or provision of any other Ordinance of the City. The City Council declares that it would have adopted the valid portions and applications of this Ordinance and would have annexed the valid property without the invalid part, and to this end the provisions of this Ordinance are declared to be severable.

XIII.

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.

C. The City Council hereby finds and declares that written notice of the date, hour, place and subject of the meeting at which this Ordinance was adopted was posted and that such meeting was open to the public as required by law at all times during which this Ordinance and the subject matter hereof were discussed, considered and formally acted upon, all as required by the Open Meetings Act, Chapter 551, Texas Government Code, as amended.

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 26th day of May, 2005.

Alternative 2.

READ and APPROVED on first reading this the _____ day of _____, 2005.

READ, APPROVED and ADOPTED on second reading this the

_____ day of _____, 2005.



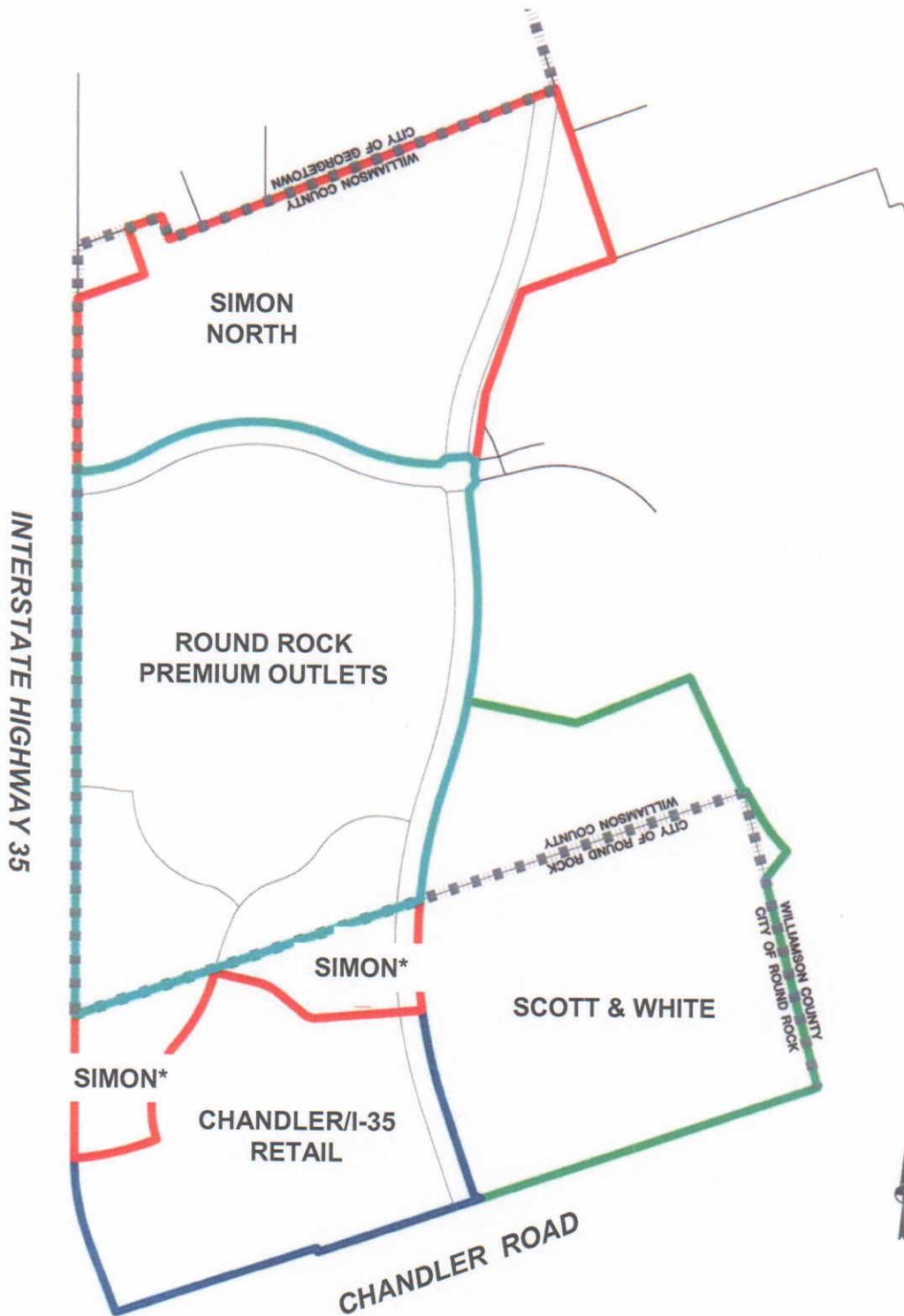
NYLE MAXWELL, Mayor
City of Round Rock, Texas

ATTEST:



CHRISTINE R. MARTINEZ, City Secretary

Proposed Developments

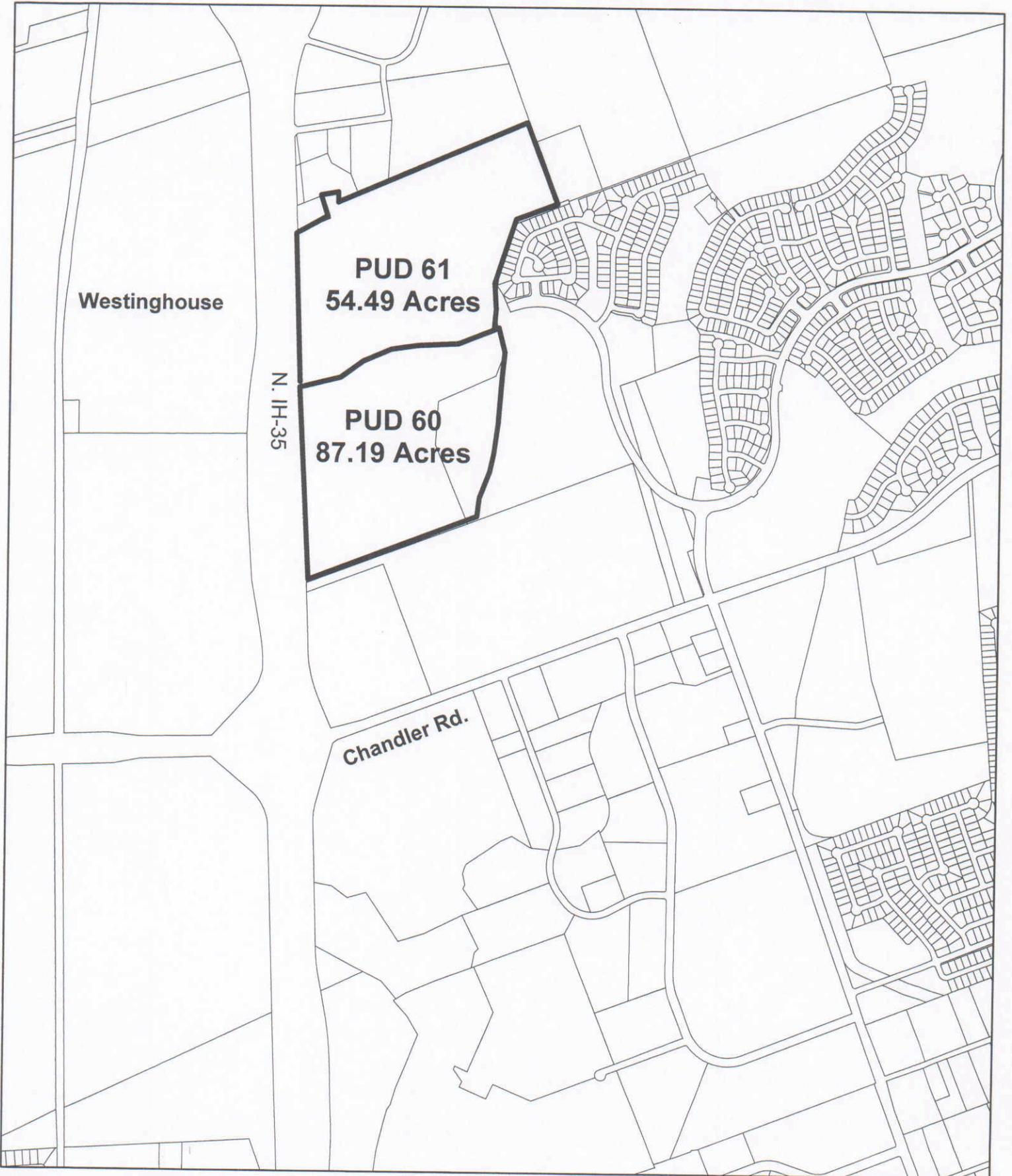


* SIMON IS CONSIDERING PURCHASING 13 ACRES FROM CHANDLER/I-35 RETAIL TO INCORPORATE INTO THE PREMIUM OUTLETS DEVELOPMENT. THAT DECISION HAS YET TO BE DETERMINED.



Annexation and Original Zoning - Simon Tract

PUD No. 60 - 87.19 acres
PUD No. 61 - 54.49 acres



**AGREEMENT AND DEVELOPMENT PLAN
SIMON NORTH PUD
PLANNED UNIT DEVELOPMENT No. 61**

**THE STATE OF TEXAS §
COUNTY OF WILLIAMSON §**

THIS AGREEMENT AND DEVELOPMENT PLAN (this "Agreement") 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 Simon Property Group (Texas), L.P., its successors and assigns, having their offices at 115 West Washington Street, Indianapolis, Indiana 46204 (hereafter referred to as the "Owner"). For purposes of this Agreement, the term Owner shall mean Simon Property Group (Texas), L.P., its respective successors and assigns; provided, however, upon sale, transfer or conveyance of portions of the hereinafter described property, the duties and obligations of the Owner, as it relates to the respective property, shall be assumed by the new owner, and the Owner shall have no further liability relating to their respective property.

WHEREAS, the Owner is the owner of certain real property consisting of 54.492 acres, as more particularly described in **PUD No. 61 Exhibit "A"**, (herein after referred to as the "Property") attached hereto and made a part hereof.

WHEREAS, The Owner has submitted a request to the City to rezone the Property as a Planned Unit Development (the "PUD").

WHEREAS, pursuant to Chapter 11, Section 11.314, 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, the City has held two public hearings required by law to solicit input from all interested citizens and affected parties; and

WHEREAS, on March 16, 2005, the City's Planning and Zoning Commission recommended approval of the Owner's application for a PUD; and

WHEREAS, the City Council has reviewed the proposed Development Plan and determined that it promotes the health, safety, and general welfare of the citizens of

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PUD No. 61

Round Rock and that it complies with the intent of the Planned Unit Development Ordinance of the City;

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

That all uses and development within the Property shall conform to the Development Plan included 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.14 below are followed.

3. ZONING VIOLATION

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 provisions as stated in Section 1.601, Code of Ordinances, (1995 Edition), City of Round Rock, Texas, as amended.

4. LIEN HOLDER CONSENT

That the lien holder of record has consented to this Agreement and Development Plan, including any and all dedications to the public. Lien holder consent is attached hereto and incorporated herein as **PUD No. 61 Exhibit "B"**, attached hereto and incorporated herein.

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

Owner from selling or leasing the Property or portions of the Property, together with all development rights and obligations contained in this Agreement and Development Plan. No consent shall be required in connection with such sale of the Property provided the purchaser assumes Owner's obligations in writing as to such portions of the Property, at which the Owner shall be released from any further obligations.

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

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.

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

Agreement.

5.8 Duplicate Originals

This Agreement may be executed in duplicate original, 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

CITY OF ROUND ROCK

Simon Property Group (Texas), L.P.
115 West Washington Street
Indianapolis, Indiana 46204
Attn: Kathy Shields

City of Round Rock, Texas
301 West Bagdad, Suite 210
Round Rock, Texas 78664
Attn: Director of Planning

with copy to:

David B. Armbrust
100 Congress Ave., Suite 1300
Austin, Texas 78701

5.10 Effective Date

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

5.11 Appeal of Administrative Decisions

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

5.12 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) as amended, City of Round Rock, Texas, hereinafter referred to as "the Code."

2. PROPERTY

This Development Plan ("Plan") covers approximately 54.492 acres of land, located within the city limits of Round Rock, Texas, and more particularly described by metes and bounds in **PUD No. 61 Exhibit "A"**.

3. PURPOSE

The purpose of this Plan is to ensure a 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, as amended, 3) 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 welfare, 4) is adequately provisioned by essential public facilities and services, and 5) will be developed and maintained so as not to 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. If there is a conflict between this Agreement and Plan and the Code, this Agreement and Plan shall supersede the specific conflicting provisions 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. In the event of a conflict, the terms of this

Agreement shall control.

5. PERMITTED USES ON PARCEL 1

The following principal uses are permitted on the portion of the Property identified as Parcel 1 on PUD No. 61 Exhibit "C" and further described by metes and bounds in PUD No. 61 Exhibit "C-1":

- Retail Sales
- Retail Services, which shall be limited to the following:
 - Florist
 - Cleaners (drop-off and pick-up only)
 - Hair Salon
 - Alteration Shop (Tailor)
 - Copy Business Center
 - Athletic or health club
- Theater/Cinema
- Indoor Entertainment Activities
- Eating Establishments
- Bars/Pubs/Taverns, which is the use of a site for the retail sale of alcoholic beverages for consumption on premises
- Hotel
- Conference Center
- Bank or Financial Services, which is the use of a site for the provision of financial and banking services. This includes banks, stocks and bonds brokers, loan and lending activities, off-site cash machines, and other similar services.
- Office
- Office, Medical
- Day Care, as an accessory use
- Fire or Police Station
- Visitor Center, which is the use of a site for the provision of information to the public regarding a development, project, or the surrounding community, as well as related activities, events, programs and tourist locations.
- Wireless Transmission Facility, Stealth
- Wireless Transmission Facility, Attached
- Park, Private
- Park, Linear/Linkage
- Park, Community
- Park, Neighborhood
- Park, Regional/Metropolitan

6. **PROHIBITED USES ON PARCEL 1**

The following uses are prohibited:

- Gasoline & fuel sales
- Outdoor Entertainment
- Automotive & machinery repair
- Automotive & machinery services
- Automotive parts
- Automotive sales
- Automotive rental
- Automotive & machinery washes
- Wrecking yards
- Sale of used goods
- Sexually oriented businesses
- Trucking terminals
- Truck service or repair
- Truck stops
- Bulk distribution centers
- Flea markets
- Portable building sales
- Manufactured home sales
- Boat sales
- Camper sales
- Industrial building sales
- Amusement parks or carnivals
- Campgrounds
- Shooting ranges
- Kennels
- Video arcades (as a primary use)
- Billiard parlors & pool halls (as a primary use)
- Tattoo parlors
- Donation centers
- Recycling centers
- Wholesale nurseries
- Recreational vehicle parks
- Pawn shops
- Heavy equipment sales, rental & leasing
- Wireless Transmission Facility, Self-Standing

7. **REMAINING USES**

All other uses that are not specifically addressed in this ordinance will require an amendment in accordance with Section 14 of this Agreement.

8. **USES ON PARCEL 2**

Parcel 2, as identified on **PUD No. 61 Exhibit "C"** and further described by metes and bounds in **PUD No. 61 Exhibit "C-2"**, shall only be used for stormwater detention and landscaping.

9. **LANDSCAPING AND SCREENING**

9.1 **General**

Landscaping and screening shall be in accordance with the City of Round Rock Code of Ordinances.

Trees shall be planted to avoid interference with streetlights, signage and other fixtures.

Trees shall be kept out of street intersection sight triangles at a minimum of thirty-five (35) feet by thirty-five (35) feet as measured from the face of curb.

Trees shall be planted no less than five (5) linear feet whether horizontal or on an angle from underground utilities and fifteen (15) feet from overhead lines.

Trees shall be planted no less than five (5) linear feet whether horizontal or on an angle from fire hydrants.

Caliper size, height, measurement and other specifications shall be as specified in the Round Rock Zoning Ordinance and the Round Rock Tree Standards Technical Manual.

9.2 **Streetscapes**

A license agreement from the City is required prior to any improvements in the public right-of-way.

Streetscapes shall be landscaped in accordance with **PUD No. 61 Exhibits**

"D-1" and **"D-2"**. Street medians and streetside planting areas shall have a minimum of two (2) large trees and three (3) small trees for every one hundred (100) linear feet.

Street trees shall be irrigated by a permanent automatic irrigation system constructed to City standards by the Owner.

Streetscape improvements for the median of Oakmont Drive shall be completed in conjunction with the construction of the road.

To the extent that no easements, licenses or other similar instrument is necessary, the landscape areas on both sides of Oakmont Drive may remain without streetscape improvements until the property on the west side of Oakmont Drive is developed. Streetscape improvements for both sides of the road within the Property shall then be constructed in conjunction with the issuance of the first Site Development Permit for improvements on the property west of Oakmont Drive.

To the extent that no easements, licenses or other similar instrument is necessary, the landscape area north of Teravista Parkway may remain without streetscape improvements until the property on the north side of Teravista Parkway is developed. Streetscape improvements within the Property shall then be constructed in conjunction with the issuance of the first Site Development Permit for improvements on the property north of Teravista Parkway.

If construction of streetscape improvements on the north side of Teravista Parkway is commenced within two (2) years after the completion of the construction of Teravista Parkway, tree caliper sizes for required streetscape trees shall be as specified in **PUD No. 61 Exhibits "D-1" and "D-2."** However, if construction of streetscape improvements on the north side of Teravista Parkway is commenced between two (2) and five (5) years after the completion of the construction of Teravista Parkway, tree caliper sizes for required streetscape trees shall be increased to reflect the growth of the trees originally planted in conjunction with the construction of Teravista Parkway. These matching sizes shall ensure comparable tree sizes along the entire section of Teravista Parkway from the IH-35 frontage road to its intersection with Oakmont Drive. Notwithstanding the foregoing, all streetscape improvements shall be installed within five (5) years after the completion of construction of Teravista Parkway.

10. SIGNAGE

Except as provided below, signage shall be in accordance with the City of Round Rock Code of Ordinances.

The Property may contain one (1) sign not to exceed forty-five (45) feet in height. Additional height may be granted by the Director of Planning if the Owner can demonstrate that the sign cannot be seen from any main lane of IH-35 from a location more than one thousand (1,000) feet prior to the nearest northbound exit that provides access to the Property. The point from which the one thousand (1,000) feet is measured shall be the point of tangency between the main lanes of IH-35 and the exit ramp. Under no circumstances shall the sign exceed sixty-five (65) feet in height.

Signage for a theater/cinema use shall generally be in accordance with the attached **PUD No. 61 Exhibit "E"**. Freestanding pylon signage associated with a theater/cinema use shall not be permitted.

11. DESIGN STANDARDS

11.1 Prohibited Materials

The following materials are prohibited on the exterior walls and roofs of all buildings and structures.

- Asbestos
- Mirrored Glass (reflectivity of 20% or more)
- Corrugated metal (except for trim or minor decorative features approved by the Director of Planning)
- Unfinished sheet metal (except for trim or minor decorative features approved by the Director of Planning)

11.2 Requirements

Except as modified by this ordinance, the project shall comply with the Design Standards specified in Section 11.409(4) of the Round Rock Zoning Ordinance. The Design Standards for a theater/cinema use shall generally be in accordance with the attached **PUD No. 61 Exhibit "E."**

11.3 Exception

Retail buildings with a minimum of 250,000 square feet containing a single

business may be exempt from the provisions of Section 11.2 and the Round Rock Code of Ordinances as they relate to site development requirements, including, but not limited to height, signage, lighting and building materials, through a Council-approved amendment to this PUD ordinance.

12. UNDERGROUND UTILITY SERVICE

Except where approved in writing by the Chief of Public Works Operations, all electrical, telephone and cablevision distribution and service lines, other than overhead lines that are three phase or larger, shall be placed underground. All transformers must be visually screened.

13. DRIVEWAY THROAT LENGTH

Primary driveways, as determined by the City of Round Rock Director of Transportation, shall provide a minimum driveway throat of one hundred (100) feet. All other driveways shall provide a minimum driveway throat of fifty (50) feet. No parking spaces or internal access drives shall intersect with access driveways within these throat lengths. Throat length shall be measured from the property line along the street right-of-way.

14. CHANGES TO AGREEMENT AND DEVELOPMENT PLAN

14.1 Minor Changes

Minor changes to this Agreement or Plan which do not substantially and adversely 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.

14.2 Major Changes

All changes not permitted under section 14.1 above shall be resubmitted following the same procedure required by the original PUD application.

15. CONCEPT PLAN APPROVED

Approval of this Agreement constitutes Concept Plan approval under the City Subdivision Ordinance.

16. GENERAL PLAN 2000

This Agreement amends the Round Rock General Plan 2000, which was adopted on June 10, 1999.

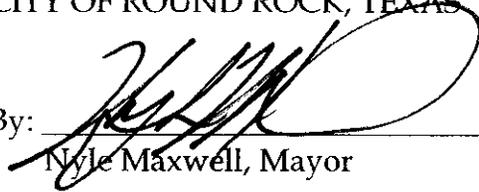
SPG ROUND ROCK NS, L.P.,
a Delaware limited partnership

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

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

By: 
Name: James M. Barkley
Title: General Counsel

CITY OF ROUND ROCK, TEXAS

By: 
Nyle Maxwell, Mayor

ATTEST:

By: 
Christine Martinez, City Secretary

LIST OF PUD No. 61 EXHIBITS

<u>EXHIBIT</u>	<u>DESCRIPTION</u>
PUD No. 61 Exhibit "A"	Metes and Bounds Description of Property
PUD No. 61 Exhibit "B"	Reserved
PUD No. 61 Exhibit "C"	Parcel Map
PUD No. 61 Exhibit "C-1"	Metes and Bounds Description of Parcel 1
PUD No. 61 Exhibit "C-2"	Metes and Bounds Description of Parcel 2
PUD No. 61 Exhibit "C-3"	Metes and Bounds Description of Oakmont Drive
PUD No. 61 Exhibit "D-1"	Overall Landscape Concept Plan
PUD No. 61 Exhibit "D-2"	Teravista Parkway Streetscape Design - Plan
PUD No. 61 Exhibit "D-3"	Teravista Parkway Streetscape Design - Section
PUD No. 61 Exhibit "D-4"	Oakmont Drive Streetscape Design - Plan
PUD No. 61 Exhibit "D-5"	Oakmont Drive Streetscape Design - Section
PUD No. 61 Exhibit "E"	Theater/Cinema Design and Signage

PUD No. 61 EXHIBIT A

METES AND BOUNDS DESCRIPTION OF PROPERTY

54.492 ACRES
SIMON NORTH TRACT
ZONING TRACT 1
OVERALL

FN. NO. 05-069 (CAG)
FEBRUARY 2, 2005
BPI JOB NO. 1262-02.06

DESCRIPTION

OF A 54.492 ACRE TRACT OF LAND OUT OF THE EPHRAIM EVANS SURVEY, ABSTRACT NO. 212, SITUATED IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT CERTAIN 132.28 ACRE TRACT OF LAND CONVEYED TO ANC-ROUND ROCK ASSETS II, LP BY DEED OF RECORD IN DOCUMENT NO. 2001001644 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS; AND BEING ALL OF THAT CERTAIN 1.01 ACRE TRACT OF LAND CONVEYED TO ANC-ROUND ROCK ASSETS II, L.P. BY DEED OF RECORD IN DOCUMENT NO. 2002044240 OF SAID OFFICIAL PUBLIC RECORDS; SAID 54.492 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING, at a 1/2 inch iron rod with cap found in the easterly right-of-way line of Interstate Highway No. 35 (R.O.W. varies), being the southwesterly corner of that certain 1.379 acre tract of land conveyed to HDF Investments, LTD. by deed of record in Document No. 2002044237 of said Official Public Records, same begin the northwesterly corner of said 132.28 acre tract for the northwesterly corner hereof, from which a brass cap in concrete found in the easterly right-of-way line of Interstate Highway 35, being the northwesterly corner of said 1.379 acre tract, same being the southwesterly corner of Lot 5, Midway Business Park, a subdivision of record in Cabinet S, Slides 208-209 of the Plat Records of Williamson County, Texas bears N02°04'48"W, a distance of 231.70 feet;

THENCE, leaving the easterly line of Interstate Highway No. 35, along the northerly line of said 132.28 acre tract, for the northerly line hereof, being in part the southerly and easterly lines of said 1.379 acre tract, in part a portion of the southerly line of said Lot 5, in part the southerly line of Lot 4 of said Midway Business Park, and in part the southerly line of that certain 19.49 acre tract of land conveyed to Georgetown Apartment Land, Ltd. by deed of record in Document No. 2002006357 of said Official Public Records the following six (6) courses and distances:

- 1) N68°12'23"E, a distance of 314.50 feet to a 1/2 inch iron rod with cap found, being the southeasterly corner of said 1.379 acre tract for an angle point hereof;
- 2) N21°46'30"W, a distance of 217.93 feet to a 1/2 inch iron rod with cap found in the southerly line of said Lot 5, Midway Business Park, being the northeasterly corner of said 1.379 acre tract, for an angle point hereof;
- 3) N68°14'26"E, a distance of 156.48 feet to a 1/2 inch iron rod with cap set for an angle point;
- 4) S21°23'45"E, a distance of 106.32 feet to a 1/2 inch iron rod found for an angle point;

- 5) N66°55'31"E, a distance of 454.98 feet to a 1/2 inch iron rod with cap set for an angle point hereof, being the southeasterly corner of said Lot 4, Midway Business Park, same being the southwesterly corner of said 19.49 acre tract;
- 6) N66°36'31"E, a distance of 1383.77 feet to a 1/2 inch iron rod found in the westerly line of that certain 71.13 acre tract of land conveyed to Charles Terry Isaacks by deed of record in Volume 633, Page 235 of the Deed Records of Williamson County, Texas, being the southeasterly corner of said 19.49 acre tract, same being the northeasterly corner of said 132.28 acre tract and hereof;

THENCE, along a portion of the easterly line of said 132.28 acre tract, being in part a portion of the westerly line of said 71.13 acre tract and in part the westerly line of that certain 4.4 acre tract of land conveyed to Charles Terry Isaacks by deed of record in Volume 840, Page 391 of said Deed Records, same being a portion of the easterly line hereof, the following two (2) courses and distances:

- 1) S20°04'24"E, a distance of 16.10 feet to a 1/2 inch iron rod found for an angle point;
- 2) S20°56'54"E, a distance of 774.80 feet to an 80d nail found for the southwesterly corner of said 4.4 acre tract, being in the northerly line of Teravista Section 27, a subdivision of record in Cabinet Z, Slides 254-256 of said Plat Records, for an angle point in the easterly line of said 132.28 acre tract and hereof;

THENCE, S68°30'40"W, continuing along a portion of the easterly line of said 132.28 acre tract, being a portion of the northerly line of said Teravista Section 27, a distance of 429.37 feet to a 1/2 inch iron rod with cap set, being the northwesterly corner of said Teravista Section 27 for an angle point in the easterly line of said 132.28 acre tract and hereof;

THENCE, continuing along a portion of the easterly line of said 132.28 acre tract, being in part a portion of the westerly line of said Teravista Section 27 and in part a portion of the westerly line of that certain 107.44 acre tract of land conveyed to NNP-Teravista LP by deed of record in Document No. 2001001639 of said Official Public Records, for a portion of the easterly line hereof, the following two (2) courses and distances:

- 1) S17°24'28"W, a distance of 483.65 feet to a 1/2 inch iron rod with cap set for an angle point;
- 2) S06°14'24"W, passing at a distance of 122.39 feet a 1/2 inch iron rod with cap set, being the westernmost corner of said Teravista Section 27, and continuing for a total distance of 296.21 feet to a 1/2 inch iron rod with cap set for the southeasterly corner hereof, being in the northerly right-of-way line of future Teravista Parkway (R.O.W. varies), from which a 1/2 inch iron rod found for an angle point in the common line of said 132.28 acre tract and said 107.44 acre tract bears S06°14'24"W, a distance of 59.27 feet;

THENCE, leaving the westerly line of said 107.44 acre tract, over and across said 132.28 acre tract, for a portion of the southerly line hereof, the following four (4) courses and distances:

- 1) S78°33'21", along the northerly right-of-way line of future Teravista Parkway, a distance of 10.32 feet to a 1/2 inch iron rod with cap set for an angle point;
- 2) N50°45'31"W, along the northeasterly cutback at the intersection of future Oakmont Drive and future Teravista Parkway, a distance of 31.92 feet to a 1/2 inch iron rod with cap set in the easterly right-of-way line of future Oakmont Drive (100' R.O.W.) for an angle point hereof;
- 3) S82°43'03"W, leaving the easterly right-of-way line of future Oakmont Drive, a distance of 100.78 to a 1/2 inch iron rod with cap set in the westerly right-of-way line of future Oakmont Drive, for an angle point hereof;
- 4) S42°46'27"W, along the northwesterly right-of-way cutback at the intersection of future Oakmont Drive and future Teravista Parkway (100' R.O.W.), a distance of 36.14 feet to a 1/2 inch iron rod with cap set for the point of curvature of a non-tangent curve to the right, being in the northerly right-of-way line of future Teravista Parkway;

THENCE, continuing over and across said 132.28 acre tract, along the northerly right-of-way line of future Teravista Parkway, for a portion of the southerly line hereof, the following three (3) courses and distances:

- 1) Along said non-tangent curve to the right, having a radius of 950.00 feet, a central angle of 26°17'15", an arc length of 435.86 feet, and a chord which bears N79°36'42"W, a distance of 432.05 feet to a 1/2 inch iron rod with cap set at the point of curvature of a reverse curve to the left;

- 2) Along said reverse curve to the left, having a radius of 920.00 feet, a central angle of $56^{\circ}51'30''$, an arc length of 912.98 feet, and a chord which bears $S85^{\circ}06'11''W$, a distance of 875.97 feet to a 1/2 inch iron rod with cap set at the point of curvature of a reverse curve to the right;
- 3) Along said reverse curve to the right, having a radius of 640.00 feet, a central angle of $26^{\circ}55'11''$, an arc length of 300.69 feet, and a chord which bears $S70^{\circ}08'01''W$, a distance of 297.94 feet to a 1/2 inch iron rod with cap set at the end of said curve;

THENCE, $N48^{\circ}42'48''W$, continuing over and across said 132.28 acre tract, along the northeasterly right-of-way cutback at the intersection of future Teravista Parkway and Interstate Highway 35, a distance of 34.29 feet to a 1/2 inch iron rod with cap set for the southwesterly corner hereof, being in the easterly right-of-way line of Interstate Highway 35, from which a concrete highway monument found at Highway Station 1120+00 in the easterly right-of-way line of Interstate Highway 35 bears $S02^{\circ}04'48''E$, a distance of 116.36 feet;

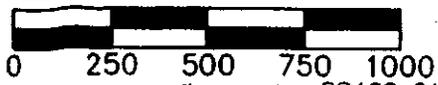
THENCE, $N02^{\circ}04'48''W$, along the easterly right-of-way line of Interstate Highway No. 35, being a portion of the westerly line of said 132.28 acre tract for the westerly line hereof, a distance of 743.24 feet to the **POINT OF BEGINNING**, containing an area of 54.492 acres (2,373,676 sq. ft.) of land, more or less, within these metes and bounds.

BEARING BASIS: REFERENCED TO THE TEXAS STATE PLANE COORDINATE SYSTEM, CENTRAL ZONE BASED ON PUBLISHED NAD 83/93 HARN VALUES FOR THE CITY OF GEORGETOWN MONUMENTATION NETWORK

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


2/2/05
JOHN T. BILNOSKI, R.P.L.S.
NO. 4998
STATE OF TEXAS





1.379 AC.
HDF INVESTMENTS, LTD.
DOC. NO. 2002044237
P.O.B.

MIDWAY BUSINESS PARK
CABINET S, SLIDES
208-209

19.49 AC.
GEORGETOWN APARTMENT
LAND, LTD. DOC. NO.
2002006357

71.13 AC.
CHARLES TERRY
ISAACKS
V. 840, P. 391 VOL. 633, PG. 235

54.492 ACRES
(2,373,676 SQ. FT.)

LEGEND

- 1/2" IRON ROD FOUND (UNLESS NOTED)
- 1/2" IRON ROD SET WITH CAP
- ▲ NAIL FOUND
- MONUMENT FOUND
- P.O.B. POINT OF BEGINNING

INTERSTATE HIGHWAY NO. 36
(R.O.W. VARIES)
CITY OF ROUND ROCK CITY LIMIT LINE
WILLIAMSON COUNTY

132.28 AC.
ANC-ROUND ROCK
ASSETS II, LP
DOC. NO.
2001001644

EPHRAIM EVANS SURVEY
ABSTRACT NO. 212

DEED LINE
FUTURE OAKMONT DRIVE
107.44 ACRES
NNP-TERAVISTA LP
DOC. NO.
2001001639

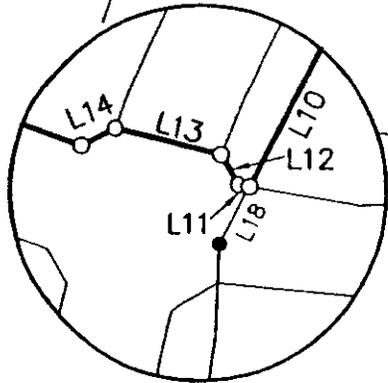
TERAVISTA SECTION 27
CABINET Z, SLIDES
254-256
SEE DETAIL
TERAVISTA PARKWAY
C1
C2
C3

LINE TABLE

No.	Bearing	Distance
L1	N68°12'23"E	314.50'
L2	N21°46'30"W	217.93'
L3	N68°14'26"E	156.48'
L4	S21°23'45"E	106.32'
L5	N66°55'31"E	454.98'
L6	S20°04'24"E	16.10'
L7	S20°56'54"E	774.80'
L8	S68°30'40"W	429.37'
L9	S17°24'28"W	483.65'
L10	S06°14'24"W	296.21'
L11	S78°33'21"W	10.32'
L12	N50°45'31"W	31.92'
L13	S82°43'03"W	100.78'
L14	S42°46'27"W	36.14'
L15	N48°42'48"W	34.29'
L16	N02°04'48"W	743.24'
L17	N02°04'48"W	231.70'
L18	S06°14'24"W	59.27'
L19	S02°04'48"E	116.36'

CURVE TABLE

No.	Delta	Radius	Arc Length	Chord Length	Chord Bearing
C1	26°17'15"	950.00	435.86	432.05	N79°36'42"W
C2	56°51'30"	920.00	912.98	875.97	S85°06'11"W
C3	26°55'11"	640.00	300.69	297.94	S70°08'01"W



SKETCH TO ACCOMPANY DESCRIPTION

OF 54.492 ACRES OF LAND OUT OF THE EPHRAIM EVANS SURVEY, ABSTRACT NO. 212, SITUATED IN WILLIAMSON COUNTY, TEXAS BEING A PORTION OF THAT CERTAIN 132.28 ACRE TRACT OF LAND CONVEYED TO ANC-ROUND ROCK ASSETS II, LP BY DEED OF RECORD IN DOCUMENT NO. 2001001644 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS, AND ALL OF THAT CERTAIN 1.01 ACRE TRACT OF LAND CONVEYED TO ANC-ROUND ROCK ASSETS II, LP. BY DEED OF RECORD IN DOCUMENT NO. 2002044240 OF SAID OFFICIAL PUBLIC RECORDS

**SIMON
PROPERTY
GROUP
ZONING
TRACT 1**

Bury+Partners
ENGINEERING SOLUTIONS
3345 Bee Caves Road, Suite 200
Austin, Texas 78746
Tel. (512)328-0011 Fax (512)328-0325
Bury+Partners, Inc. ©Copyright 2004

PUD No. 61 EXHIBIT B

RESERVED

PUD No. 61 EXHIBIT C

PARCEL MAP



PARCEL 2

4.4 AC.
CHARLES TERRY
ISAACKS
VOL. 840,
PG. 391

71.13 AC.
CHARLES TERRY
ISAACKS
VOL. 633, PG. 235

**TERAVISTA
SECTION 27**

16.004 ACRES
NNP-TERAVISTA, LP

107.44 AC.
NNP-TERAVISTA LP
DOC. NO. 200100163

5.281 ACRES
NNP-TERAVISTA, LP

FUTURE OAKMONT DRIVE 100' R.O.W.

CITY LIMIT LINE

PARCEL 3

LOT 1
BLOCK A
±45.38 AC.

0.533 ACRES
ANC-ROUND ROCK
ASSETS II, LP

PARCEL 1

19.49 AC.
GEORGETOWN APARTMENT LAND, LTD.
DOC. NO. 2002006357

CITY OF GEORGETOWN
WILLIAMSON COUNTY

EPHRAIM EVANS SUR

ANC-ROUN
DOC.

LOT 4
MIDWAY BUSINESS PARK
CABINET S,
SLIDES 208-209

LOT 5

131348 ACRE
ANC-ROUND ROCK ASS

1.379 AC.
HDF INVESTMENTS, LTD.
DOC. NO. 2002044237

WILLIAMSON
CITY OF RO

Bury+Partners

ENGINEERING SOLUTIONS
3345 Bee Caves Road, Suite 200
Austin, Texas 78746
Tel. (512)328-0011 Fax (512)328-0325
Bury+Partners, Inc. ©Copyright 2005

SIMON NORTH TRACT

SIMON PROPERTY GROUP

**DEVELOPMENT PARCELS
EXHIBIT C**

DATE: 02/24/05

SCALE: N.T.S.

DRAWN BY: PSD

FILE: G:\1262\02\EXH\126202EXH03

PROJECT No.: 1262-02.10

PUD No. 61 EXHIBIT C-1

METES AND BOUNDS DESCRIPTION OF PARCEL 1

46.394 ACRES
SIMON NORTH TRACT
LOT 1, BLOCK B

FN. NO. 05-064 (CAG)
FEBRUARY 1, 2005
BPI JOB NO. 1262-02.10

DESCRIPTION

OF A 46.394 ACRE TRACT OF LAND OUT OF THE EPHRAIM EVANS SURVEY, ABSTRACT NO. 212, SITUATED IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT CERTAIN 132.28 ACRE TRACT OF LAND CONVEYED TO ANC-ROUND ROCK ASSETS II, LP BY DEED OF RECORD IN DOCUMENT NO. 2001001644 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS; AND BEING ALL OF THAT CERTAIN 1.01 ACRE TRACT OF LAND CONVEYED TO ANC-ROUND ROCK ASSETS II, L.P. BY DEED OF RECORD IN DOCUMENT NO. 2002044240 OF SAID OFFICIAL PUBLIC RECORDS; SAID 46.394 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING, at a 1/2 inch iron rod with cap found in the easterly right-of-way line of Interstate Highway No. 35 (R.O.W. varies), being the southwesterly corner of that certain 1.379 acre tract of land conveyed to HDF Investments by deed of record in Document No. 2002044237 of said Official Public Records, same being the northwesterly corner of said 132.28 acre tract for the northwesterly corner hereof, from which a brass cap in concrete found in the easterly right-of-way line of Interstate Highway 35, being the northwesterly corner of said 1.379 acre tract, same being the southwesterly corner of Lot 5, Midway Business Park, a subdivision of record in Cabinet S, Slides 208-209 of the Plat Records of Williamson County, Texas bears N02°04'48"W, a distance of 231.70 feet;

THENCE, leaving the easterly line of Interstate Highway No. 35, along a portion of the northerly line of said 132.28 acre tract, for the northerly line hereof, being in part the southerly and easterly lines of said 1.379 acre tract, in part a portion of the southerly line of said Lot 5, in part the southerly line of Lot 4 of said Midway Business Park, and in part the southerly line of that certain 19.49 acre tract of land conveyed to Georgetown Apartment Land, Ltd. by deed of record in Document No. 2002006357 of said Official Public Records, the following six (6) courses and distances:

- 1) N68°12'23"E, a distance of 314.50 feet to a 1/2 inch iron rod with cap found, being the southeasterly corner of said 1.379 acre tract for an angle point hereof;
- 2) N21°46'30"W, a distance of 217.93 feet to a 1/2 inch iron rod with cap found in the southerly line of said Lot 5, Midway Business Park, being the northeasterly corner of said 1.379 acre tract for an angle point hereof;
- 3) N68°14'26"E, a distance of 156.48 feet to a 1/2 inch iron rod with cap set for an angle point;

- 4) S21°23'45"E, a distance of 106.32 feet to a 1/2 inch iron rod found for an angle point;
- 5) N66°55'31"E, a distance of 454.98 feet to a 1/2 inch iron rod with cap set for an angle point hereof, being the southeasterly corner of said Lot 4, Midway Business Park, same being the southwesterly corner of said 19.49 acre tract;
- 6) N66°36'31"E, a distance of 1289.39 feet to a 1/2 inch iron rod with cap set for the northwesterly corner hereof, being in the westerly right-of-way line of future Oakmont Drive (100' R.O.W.), from which a 1/2 inch iron rod found for the northwesterly corner of said 132.28 acre tract bears N66°36'31"E, a distance of 94.38 feet;

THENCE, leaving the southerly line of said 19.49 acre tract, over and across said 132.28 acre tract, along the westerly right-of-way line of future Oakmont Drive, for the easterly line hereof, the following four (4) courses and distances:

- 1) S06°36'01"W, a distance of 268.40 feet to a 1/2 inch iron rod with cap set for the point of curvature of a curve to the right;
- 2) Along said curve to the right, having a radius of 2950.00 feet, a central angle of 12°59'17", an arc length of 668.72 feet, and a chord which bears S13°05'40"W, a distance of 667.29 feet to a 1/2 inch iron rod with cap set for the point of tangency;
- 3) S19°35'18"W, a distance of 244.39 feet to a 1/2 inch iron rod with cap set for the point of curvature of a curve to the left;
- 4) Along said curve to the left, having a radius of 1350.00 feet, a central angle of 20°00'02", an arc length of 471.25 feet, and a chord which bears S09°35'17"W, a distance of 468.86 feet to a 1/2 inch iron rod with cap set for the southeasterly corner hereof;

THENCE, S42°46'27"W, continuing over and across said 132.28 acre tract, along the northwesterly right-of-way cutback at the intersection of future Oakmont Drive and future Teravista Parkway (100' R.O.W.), for a portion of the southerly line hereof, a distance of 36.14 feet to a 1/2 inch iron rod with cap set for the point of curvature of a non-tangent curve to the right, being in the northerly right-of-way line of future Teravista Parkway;

THENCE, along the northerly right-of-way line of future Teravista Parkway, for a portion of the southerly line hereof, the following three (3) courses and distances:

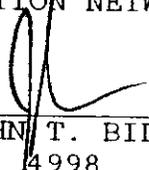
- 1) Along said non-tangent curve to the right, having a radius of 950.00 feet, a central angle of $26^{\circ}17'15''$, an arc length of 435.86 feet, and a chord which bears $N79^{\circ}36'42''W$, a distance of 432.05 feet to a 1/2 inch iron rod with cap set at the point of curvature of a reverse curve to the left;
- 2) Along said reverse curve to the left, having a radius of 920.00 feet, a central angle of $56^{\circ}51'30''$, an arc length of 912.98 feet, and a chord which bears $S85^{\circ}06'11''W$, a distance of 875.97 feet to a 1/2 inch iron rod with cap set at the point of curvature of a reverse curve to the right;
- 3) Along said reverse curve to the right, having a radius of 640.00 feet, a central angle of $26^{\circ}55'11''$, an arc length of 300.69 feet, and a chord which bears $S70^{\circ}08'01''W$, a distance of 297.94 feet to a 1/2 inch iron rod with cap set at the end of said curve;

THENCE, $N48^{\circ}42'48''W$, continuing over and across said 132.28 acre tract, along the northeasterly right-of-way cutback at the intersection of future Teravista Parkway and Interstate Highway 35, a distance of 34.29 feet to a 1/2 inch iron rod with cap set in the easterly right-of-way line of Interstate Highway 35 for the southwesterly corner hereof, from which a concrete highway monument found at Highway Station 1120+00 in the easterly right-of-way line of Interstate Highway 35 bears $S02^{\circ}04'48''E$, a distance of 116.36 feet;

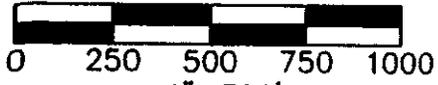
THENCE, $N02^{\circ}04'48''W$, along the easterly line of Interstate Highway No. 35, being a portion of the westerly line of said 132.28 acre tract for the westerly line hereof, a distance of 743.24 feet to the **POINT OF BEGINNING**, containing an area of 46.394 acres (2,020,903 sq. ft.) of land, more or less, within these metes and bounds.

BEARING BASIS: REFERENCED TO THE TEXAS STATE PLANE COORDINATE SYSTEM, CENTRAL ZONE BASED ON PUBLISHED NAD 83/93 HARN VALUES FOR THE CITY OF GEORGETOWN MONUMENTATION NETWORK

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

 2/1/05
JOHN T. BILNOSKI, R.P.L.S.
NO. 4998
STATE OF TEXAS





1.379 AC.
HDF INVESTMENTS, LTD.
DOC. NO. 2002044237
P.O.B.

MIDWAY BUSINESS PARK
CABINET S, SLIDES
208-209

19.49 AC.
GEORGETOWN APARTMENT
LAND, LTD. DOC. NO.
2002006357

71.13 AC.
CHARLES TERRY
ISAACKS
VOL. 633, PG. 235

4.4 AC.
CHARLES TERRY
ISAACKS
V. 840, P. 391

46.394 ACRES
(2,020,903 SQ. FT.)

1.01 AC.
ANC-ROUND ROCK
ASSETS II, L.P.
DOC. NO. 2002044240

132.28 AC.
ANC-ROUND ROCK
ASSETS II, LP
DOC. NO.
2001001644

107.44 ACRES
NNP-TERAVISTA LP
DOC. NO.
2001001639

- LEGEND**
- 1/2" IRON ROD FOUND (UNLESS NOTED)
 - 1/2" IRON ROD SET WITH CAP
 - ▲ NAIL FOUND
 - MONUMENT FOUND
 - P.O.B. POINT OF BEGINNING

INTERSTATE HIGHWAY NO. 35
(R.O.W. VARIES)
CITY OF ROUND ROCK CITY LIMIT LINE
WILLIAMSON COUNTY

TERAVISTA PARKWAY
C1, C2, C3, C4, C5
HIGHWAY STATION 1120+00

FUTURE OAKMONT DRIVE
SURVEY 212
DEED LINE

TERAVISTA SECTION 27
CABINET Z, SLIDES
254-255
TERAVISTA PARKWAY

LINE TABLE

No.	Bearing	Distance
L1	N68°12'23"E	314.50'
L2	N21°46'30"W	217.93'
L3	N68°14'26"E	156.48'
L4	S21°23'45"E	106.32'
L5	N66°55'31"E	454.98'
L6	S06°36'01"W	268.40'
L7	S19°35'18"W	244.39'
L8	S42°46'27"W	36.14'
L9	N48°42'48"W	34.29'
L10	N02°04'48"W	743.24'
L11	N02°04'48"W	231.70'
L12	N66°36'31"E	94.38'
L13	S02°04'48"E	116.39'

CURVE TABLE

No.	Delta	Radius	Arc Length	Chord Length	Chord Bearing
C1	12°59'17"	2950.00	668.72	667.29	S13°05'40"W
C2	20°00'02"	1350.00	471.25	468.86	S09°35'17"W
C3	26°17'15"	950.00	435.86	432.05	N79°36'42"W
C4	56°51'30"	920.00	912.98	875.97	S85°06'11"W
C5	26°55'11"	640.00	300.69	297.94	S70°08'01"W

LOT 1, BLOCK A
FIRST LIMITED
ADDITION
CAB. O, SLD. 22-23

WILLIAMSON COUNTY
CITY OF ROUND ROCK CITY LIMIT LINE

Bury+Partners
ENGINEERING SOLUTIONS
3345 Bee Caves Road, Suite 200
Austin, Texas 78746
Tel. (512)328-0611 Fax (512)328-0325
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SKETCH TO ACCOMPANY DESCRIPTION
OF 46.394 ACRES OF LAND OUT OF THE EPHRAIM EVANS SURVEY, ABSTRACT NO. 212, SITUATED IN WILLIAMSON COUNTY, TEXAS BEING A PORTION OF THAT CERTAIN 132.28 ACRE TRACT OF LAND CONVEYED TO ANC-ROUND ROCK ASSETS II, LP BY DEED OF RECORD IN DOCUMENT NO. 2001001644 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS, AND ALL OF THAT CERTAIN 1.01 ACRE TRACT OF LAND CONVEYED TO ANC-ROUND ROCK ASSETS II, L.P. BY DEED OF RECORD IN DOCUMENT NO. 2002044240 OF SAID OFFICIAL PUBLIC RECORDS

**SIMON
PROPERTY
GROUP**
**LOT 1
BLOCK B**

PUD No. 61 EXHIBIT C-2

PARCEL 2 METES AND BOUNDS DESCRIPTION OF PARCEL 2

4.276 ACRES
SIMON NORTH TRACT
LOT 1, BLOCK C

FN. NO. 05-073 (CAG)
FEBRUARY 2, 2005
BPI JOB NO. 1262-02.10

DESCRIPTION

OF A 4.276 ACRE TRACT OF LAND OUT OF THE EPHRAIM EVANS SURVEY, ABSTRACT NO. 212, SITUATED IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT CERTAIN 132.28 ACRE TRACT OF LAND CONVEYED TO ANCHOR ROUND ROCK ASSETS II, LP BY DEED OF RECORD IN DOCUMENT NO. 2001001644 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS; SAID 4.276 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING at a 1/2 inch iron rod found in the westerly line of that certain 71.13 acre tract of land conveyed to Charles Terry Isaacks by deed of record in Volume 633, Page 235 of the Deed Records of Williamson County, Texas, being the southeasterly corner of that certain 19.49 acre tract of land conveyed to Georgetown Apartment Land, Ltd. by deed of record in Document No. 2002006357 of said Official Public Records, same being the northeasterly corner of said 132.28 acre tract;

THENCE, along a portion of the easterly line of said 132.28 acre tract, being a portion of the westerly line of said 71.13 acre tract, the following two (2) courses and distances:

- 1) S20°04'24"E, a distance of 16.10 feet to a 1/2 inch iron rod found for an angle point;
- 2) S20°56'54"E, a distance of 23.84 feet to a 1/2 inch iron rod with cap set for the **POINT OF BEGINNING**, being the northernmost corner hereof;

THENCE, S20°56'54"E, continuing along a portion of the easterly line of said 132.28 acre tract, being in part a portion of the westerly line of said 71.13 acre tract and in part the westerly line of that certain 4.4 acre tract of land conveyed to Charles Terry Isaacks by deed of record in Volume 840, Page 391 of said Deed Records, for a portion of the easterly line hereof, a distance of 750.95 feet to an 80d nail found for the southwesterly corner of said 4.4 acre tract, being in the northerly line of Teravista Section 27, a subdivision of record in Cabinet Z, Slides 254-256 of the Plat Records of Williamson County, being an angle point in the easterly line of said 132.28 acre tract, for the southeasterly corner hereof;

THENCE, continuing along a portion of the easterly line of said 132.28 acre tract, being in part a portion of the northerly line and a portion of the westerly line of said Teravista Section 27, and in part a portion of the westerly line of that certain 107.44 acre tract of land conveyed to NNP-Teravista by deed of records in Document No. 2001001639 of said Official Public Records for a portion of the easterly line hereof, the following three courses and distances:

- 1) S68°30'40"W, a distance of 429.37 feet to a 1/2 inch iron rod with cap set, being the northwesterly corner of said Teravista Section 27 for an angle point hereof;
- 2) S17°24'28"W, a distance of 483.65 feet to a 1/2 inch iron rod with cap set for an angle point in the westerly line of said Teravista Section 27, being an angle point in the easterly line of said 132.28 acre tract and hereof;
- 3) S06°14'24"W, passing at a distance of 122.39 feet a 1/2 inch iron rod with cap set, being the westernmost corner of said Teravista Section 27, and continuing for a total distance of 296.21 feet to a 1/2 inch iron rod with cap set for the southeasterly corner hereof, being in the northerly right-of-way line of future Teravista Parkway (R.O.W. varies), from which a 1/2 inch iron rod found for an angle point in the common line of said 132.28 acre tract and said 107.44 acre tract bears S06°14'24"W, a distance of 59.27 feet;

THENCE, leaving the westerly line of said 107.44 acre tract, over and across said 132.28 acre tract, for a portion of the southerly line hereof, the following four (4) courses and distances:

- 1) S78°33'21"W, along the northerly right-of-way line of future Teravista Parkway, a distance of 10.32 feet to a 1/2 inch iron rod with cap set for an angle point;
- 2) N50°45'31"W, along the northeasterly cutback at the intersection of future Oakmont Drive and future Teravista Parkway, a distance of 31.92 feet to a 1/2 inch iron rod with cap set for the point of curvature of a non-tangent curve to the right, being in the easterly right-of-way line of future Oakmont Drive (100' R.O.W.) for the southwesterly corner hereof;

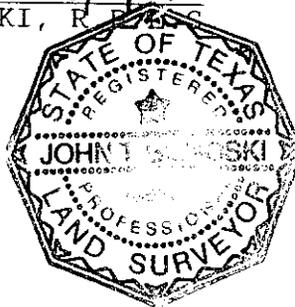
THENCE, continuing over and across said 132.28 acre tract, along the easterly right-of-way line of future Oakmont Drive for the westerly line hereof, the following four (4) courses and distances:

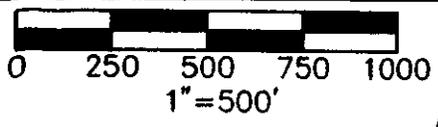
- 1) Along said non-tangent curve to the right having a radius of 1250.00 feet, a central angle of $19^{\circ}26'53''$, an arc length of 424.29 feet, and a chord which bears $N09^{\circ}51'52''E$, a distance of 422.25 feet to a 1/2 inch iron rod with cap set for the point of tangency;
- 2) $N19^{\circ}35'18''E$, a distance of 244.39 feet to a 1/2 inch iron rod with cap set for the point of curvature of a curve to the left;
- 3) Along said curve to the left, having a radius of 3050.00 feet, a central angle of $12^{\circ}59'17''$, an arc length of 691.39 feet and a chord which bears $N13^{\circ}05'40''E$, a distance of 689.91 feet to a 1/2 inch iron rod with cap set for the point of tangency;
- 4) $N06^{\circ}36'01''E$, a distance of 280.05 feet to the **POINT OF BEGINNING**, containing an area of 4.276 acres (186,250 sq. ft.) of land, more or less, within these metes and bounds.

BEARING BASIS: REFERENCED TO THE TEXAS STATE PLANE COORDINATE SYSTEM, CENTRAL ZONE BASED ON PUBLISHED NAD 83/93 HARN VALUES FOR THE CITY OF GEORGETOWN MONUMENTATION NETWORK

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

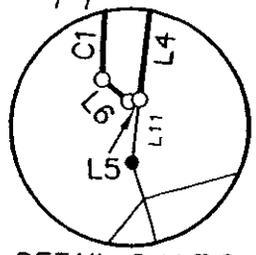
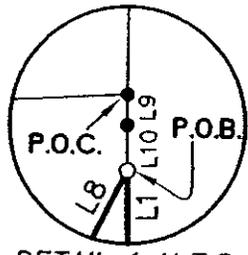
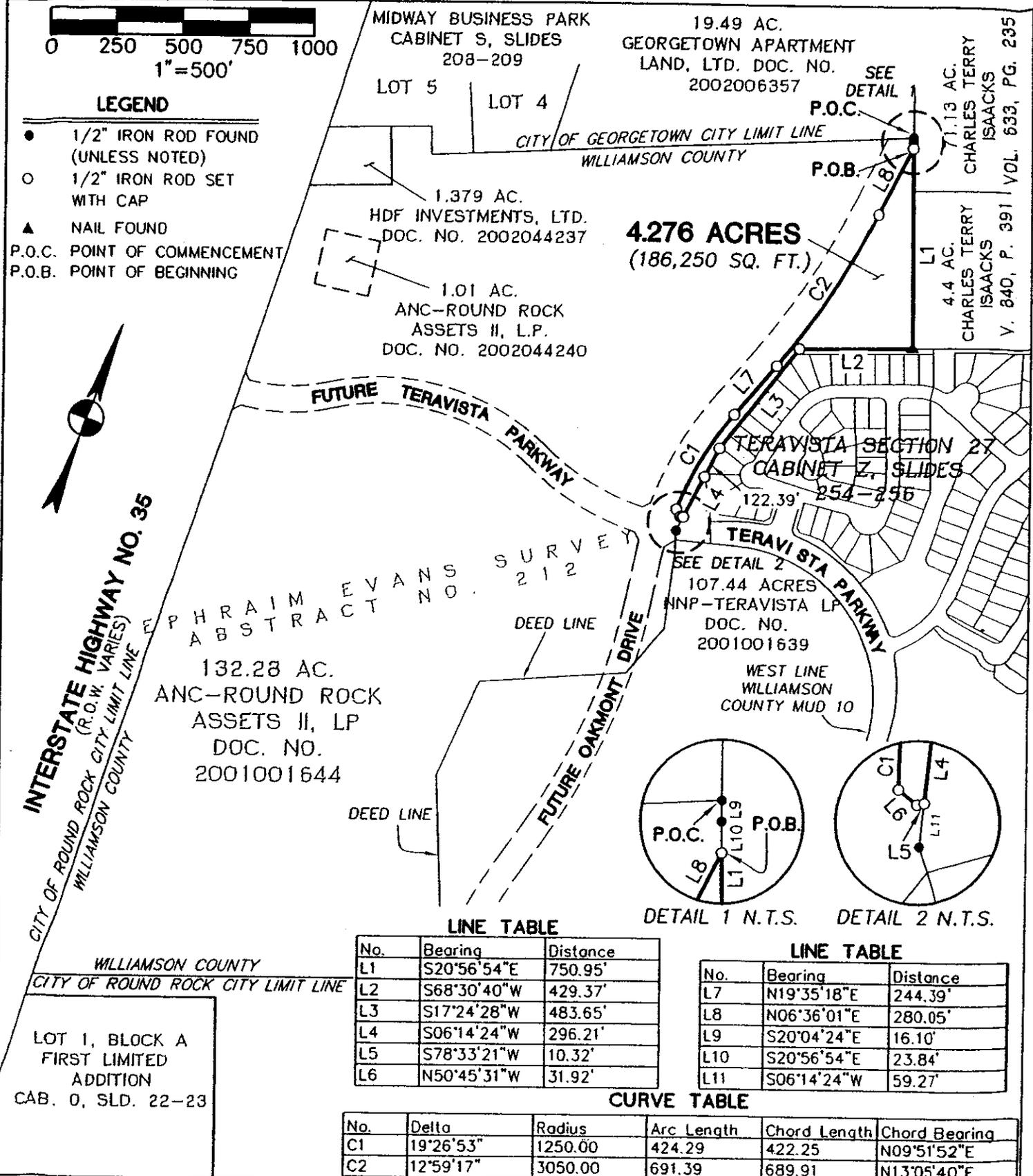

2/2/05
JOHN T. BILNOSKI, R.L.S.
NO. 4998
STATE OF TEXAS





LEGEND

- 1/2" IRON ROD FOUND (UNLESS NOTED)
- 1/2" IRON ROD SET WITH CAP
- ▲ NAIL FOUND
- P.O.C. POINT OF COMMENCEMENT
- P.O.B. POINT OF BEGINNING



LINE TABLE

No.	Bearing	Distance
L1	S20°56'54"E	750.95'
L2	S68°30'40"W	429.37'
L3	S17°24'28"W	483.65'
L4	S06°14'24"W	296.21'
L5	S78°33'21"W	10.32'
L6	N50°45'31"W	31.92'

LINE TABLE

No.	Bearing	Distance
L7	N19°35'18"E	244.39'
L8	N06°36'01"E	280.05'
L9	S20°04'24"E	16.10'
L10	S20°56'54"E	23.84'
L11	S06°14'24"W	59.27'

CURVE TABLE

No.	Delta	Radius	Arc Length	Chord Length	Chord Bearing
C1	19°26'53"	1250.00	424.29	422.25	N09°51'52"E
C2	12°59'17"	3050.00	691.39	689.91	N13°05'40"E

LOT 1, BLOCK A
FIRST LIMITED
ADDITION
CAB. 0, SLD. 22-23

Bury+Partners
ENGINEERING SOLUTIONS
3345 Bee Caves Road, Suite 200
Austin, Texas 78748
Tel. (512)328-0011 Fax (512)328-0325
Bury+Partners, Inc. ©Copyright 2004

SKETCH TO ACCOMPANY DESCRIPTION
OF 4.276 ACRES OF LAND OUT OF THE EPHRAIM EVANS SURVEY, ABSTRACT NO. 212, SITUATED IN WILLIAMSON COUNTY, TEXAS BEING A PORTION OF THAT CERTAIN 132.28 ACRE TRACT OF LAND CONVEYED TO ANC-ROUND ROCK ASSETS II, LP BY DEED OF RECORD IN DOCUMENT NO. 2001001644 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS

**SIMON
PROPERTY
GROUP**
**LOT 1
BLOCK C**

PUD No. 61 EXHIBIT C-3

METES AND BOUNDS DESCRIPTION OF OAKMONT DRIVE

3.823 ACRES
SIMON NORTH TRACT
LOT 2, BLOCK B

FN. NO. 05-067(CAG)
FEBRUARY 2, 2005
BPI JOB NO. 1262-02.10

DESCRIPTION

OF A 3.823 ACRE TRACT OF LAND OUT OF THE EPHRAIM EVANS SURVEY, ABSTRACT NO. 212, SITUATED IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT CERTAIN 132.28 ACRE TRACT OF LAND CONVEYED TO ANCHOR ROCK ASSETS II, LP BY DEED OF RECORD IN DOCUMENT NO. 2001001644 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS; SAID 3.823 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 that certain 71.13 acre tract of land conveyed to Charles Terry Isaacks by deed of record in Volume 633, Page 235 of the Deed Records of Williamson County, Texas, being the southeasterly corner of that certain 19.49 acre tract of land conveyed to Georgetown Apartment Land, Ltd. by deed of record in Document No. 2002006357 of said Official Public Records, same being the northeasterly corner of said 132.28 acre tract and hereof;

THENCE, along a portion of the westerly line of said 71.13 acre tract, being a portion of the easterly line of said 132.28 acre tract and hereof, the following two (2) courses and distances:

- 1) S20°04'24"E, a distance of 16.10 feet to a 1/2 inch iron rod found for an angle point;
- 2) S20°56'54"E, a distance of 23.84 feet to a 1/2 inch iron rod with cap set for an angle point, from which an 80D nail found in the northerly line of Teravista Section 27, a subdivision of record in Cabinet Z, Slides 254-256 of the Plat Records of Williamson County, Texas, being an angle point in the easterly line of said 132.28 acre tract bears S20°56'54"E, a distance of 750.95 feet;

THENCE, leaving the westerly line of said 71.13 acre tract, over and across said 132.28 acre tract, for the easterly, southerly and westerly lines hereof, the following nine (9) courses and distances:

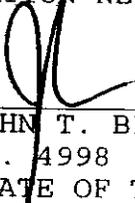
- 1) S06°36'01"W, a distance of 280.05 feet to a 1/2 inch iron rod with cap set for the point of curvature of a curve to the right;
- 2) Along said curve to the right, having a radius of 3050.00 feet, a central angle of 12°59'17", an arc length of 691.39 feet and a chord which bears S13°05'40"W, a distance of 689.91 feet to a 1/2 inch iron rod with cap set for the point of tangency;

- 3) S19°35'18"W, a distance of 244.39 feet to a 1/2 inch iron rod with cap set for the point of curvature of curve to the left;
- 4) Along said curve to the left, having a radius of 1250.00 feet, a central angle of 19°26'53", an arc length of 424.29 feet, and a chord which bears S09°51'52"W, a distance of 422.25 feet to a 1/2 inch iron rod with cap set for the end of said curve, being the southeasterly corner hereof;
- 5) S82°43'03"W, a distance of 100.78 feet to a 1/2 inch iron rod with cap set for the point of curvature of a non-tangent curve to the right, being the southwesterly corner hereof;
- 6) Along said non-tangent curve to the right, having a radius of 1350.00 feet, a central angle of 20°00'02", an arc length of 471.25 feet, and a chord which bears N09°35'17"E, a distance of 468.86 feet to a 1/2 inch iron rod with cap set for the point of tangency;
- 7) N19°35'18"E, a distance of 244.39 feet to a 1/2 inch iron rod with cap set for the point of curvature of a curve to the left;
- 8) Along said curve to the left, having a radius of 2950.00 feet, a central angle of 12°59'17", an arc length of 668.72 feet, and a chord which bears N13°05'40"E, a distance of 667.29 feet to a 1/2 inch iron rod with cap set for the point of tangency;
- 9) N06°36'01"E, a distance of 268.40 feet to a 1/2 inch iron rod with cap set for the northwesterly corner hereof, being in the southerly line of said 19.49 acre tract, same being the northerly line of said 132.28 acre tract;

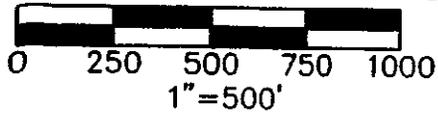
THENCE, N66°36'31"E, along the common line of said 19.49 acre tract and said 132.28 acre tract, for the northerly line hereof, a distance of 94.38 feet to the **POINT OF BEGINNING**, containing an area of 3.823 acres (166,523 sq. ft.) of land, more or less, within these metes and bounds.

BEARING BASIS: REFERENCED TO THE TEXAS STATE PLANE COORDINATE SYSTEM, CENTRAL ZONE BASED ON PUBLISHED NAD 83/93 HARN VALUES FOR THE CITY OF GEORGETOWN MONUMENTATION NETWORK

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

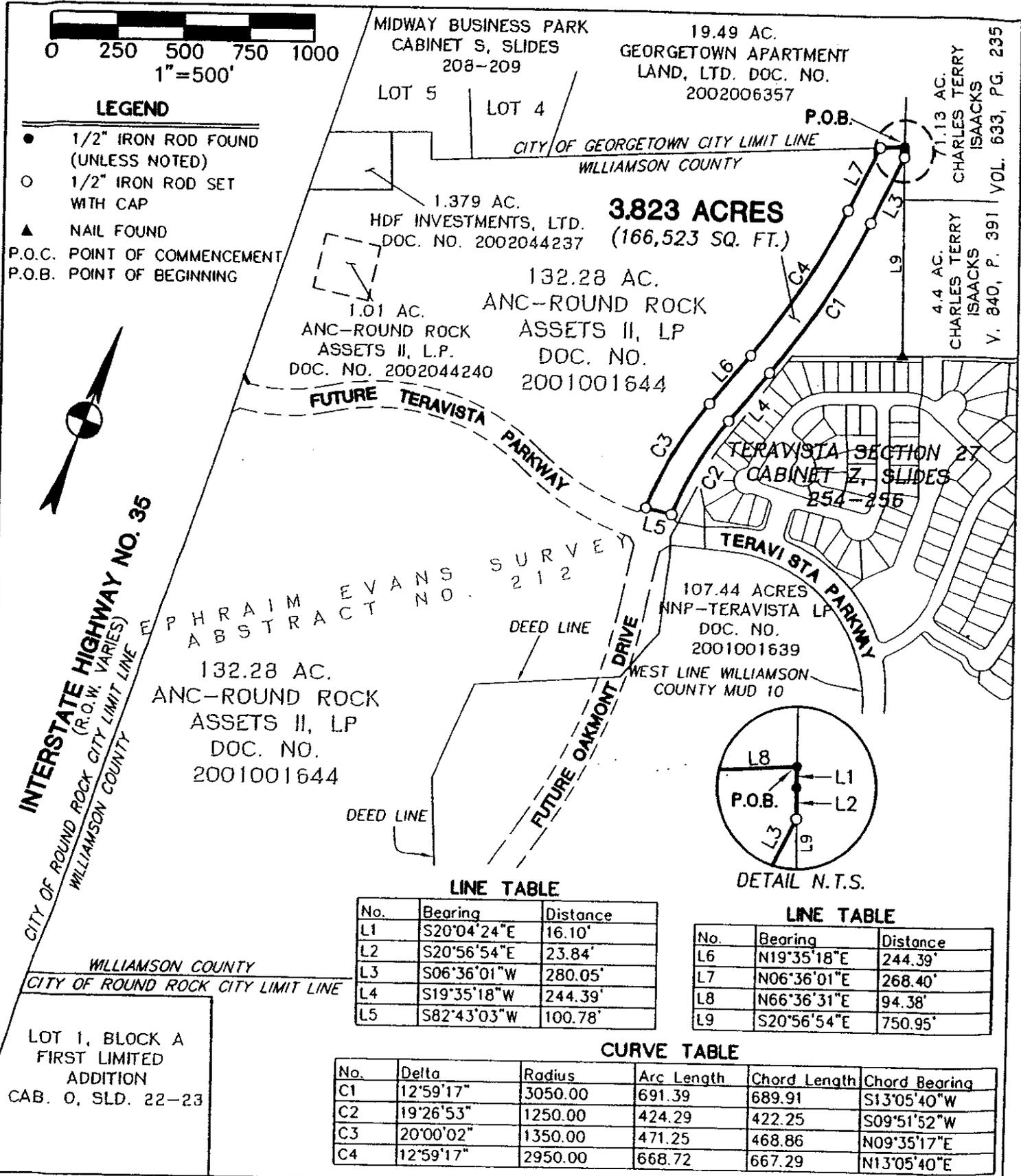
 2/2/05
JOHN T. BILNOSKI, R.P.L.S.
NO. 4998
STATE OF TEXAS





LEGEND

- 1/2" IRON ROD FOUND (UNLESS NOTED)
- 1/2" IRON ROD SET WITH CAP
- ▲ NAIL FOUND
- P.O.C. POINT OF COMMENCEMENT
- P.O.B. POINT OF BEGINNING



LINE TABLE

No.	Bearing	Distance
L1	S20°04'24"E	16.10'
L2	S20°56'54"E	23.84'
L3	S06°36'01"W	280.05'
L4	S19°35'18"W	244.39'
L5	S82°43'03"W	100.78'

DETAIL N.T.S.

LINE TABLE

No.	Bearing	Distance
L6	N19°35'18"E	244.39'
L7	N06°36'01"E	268.40'
L8	N66°36'31"E	94.38'
L9	S20°56'54"E	750.95'

CURVE TABLE

No.	Delta	Radius	Arc Length	Chord Length	Chord Bearing
C1	12°59'17"	3050.00	691.39	689.91	S13°05'40"W
C2	19°26'53"	1250.00	424.29	422.25	S09°51'52"W
C3	20°00'02"	1350.00	471.25	468.86	N09°35'17"E
C4	12°59'17"	2950.00	668.72	667.29	N13°05'40"E

LOT 1, BLOCK A
FIRST LIMITED
ADDITION
CAB. O, SLD. 22-23

b Bury+Partners
ENGINEERING SOLUTIONS
3345 Bee Caves Road, Suite 200
Austin, Texas 78746
Tel. (512)328-0011 Fax (512)328-0325
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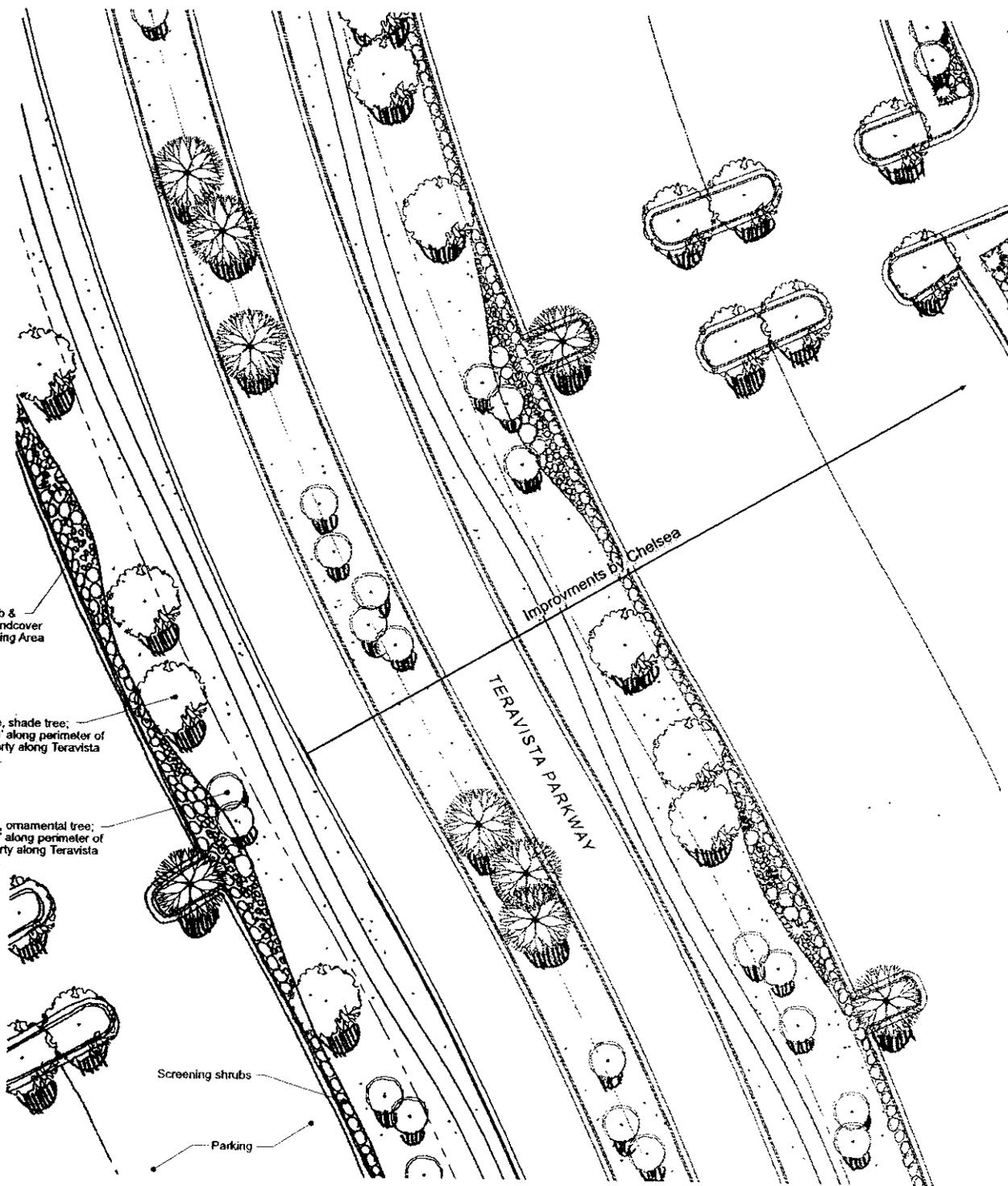
SKETCH TO ACCOMPANY DESCRIPTION
OF 3.823 ACRES OF LAND OUT OF THE EPHRAIM EVANS SURVEY, ABSTRACT NO. 212, SITUATED IN WILLIAMSON COUNTY, TEXAS BEING A PORTION OF THAT CERTAIN 132.28 ACRE TRACT OF LAND CONVEYED TO ANC-ROUND ROCK ASSETS II, LP BY DEED OF RECORD IN DOCUMENT NO. 2001001644 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS

**SIMON
PROPERTY
GROUP**
**LOT 2
BLOCK B**

PUD No. 61 EXHIBIT D

STREETSCAPE

- D-1: Overall Landscape Concept Plan
- D-2: Teravista Parkway Streetscape Design - Plan
- D-3: Teravista Parkway Streetscape Design - Section
- D-4: Oakmont Drive Streetscape Design - Plan
- D-5: Oakmont Drive Streetscape Design - Section



Shrub & Groundcover Planting Area

Large, shade tree; 2/100' along perimeter of property along Teravista Road.

Small, ornamental tree; 3/100' along perimeter of property along Teravista Road.

Screening shrubs

Parking

Improvements by Chelsea

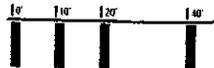
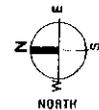
TERAVISTA PARKWAY



PARTNERS
 901 South Maple, Building 2,
 Suite 150, Austin, Texas 78748
 TEL 512.227.1011 FAX 512.327.9668
 LANDSCAPE
 ARCHITECTURE
 AND PLANNING

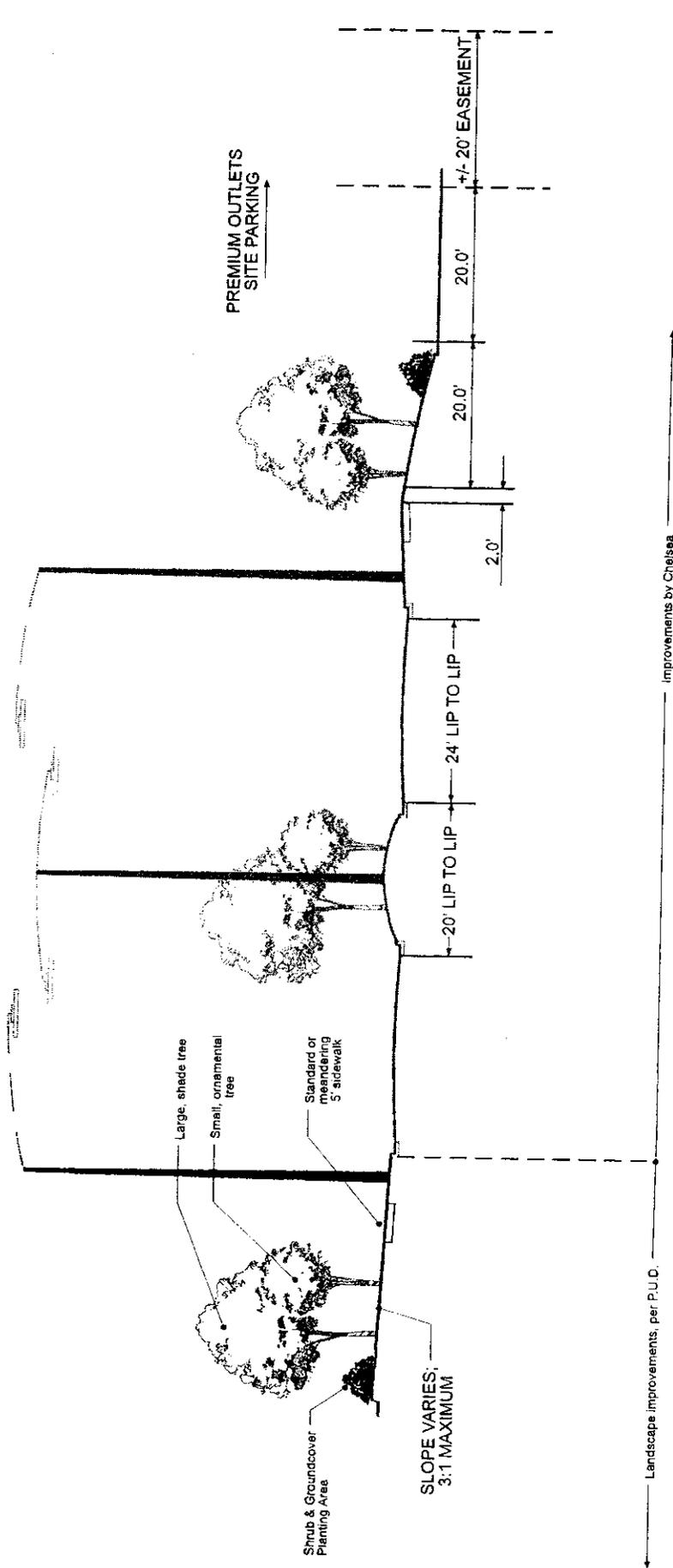
SIMON NORTH PUD

EXHIBIT D-2
 Teravista Parkway Streetscape Design - Plan



MARCH 8, 2005

This is a preliminary drawing. It is not intended for construction. It is subject to change without notice.



T B G

PARTNERS

301 South Meade, Building 2,
Suite 200, Austin, Texas 78745
TEL: 512.327.0011 FAX: 512.327.0489

**LANDSCAPE
ARCHITECTURE
& PLANNING**

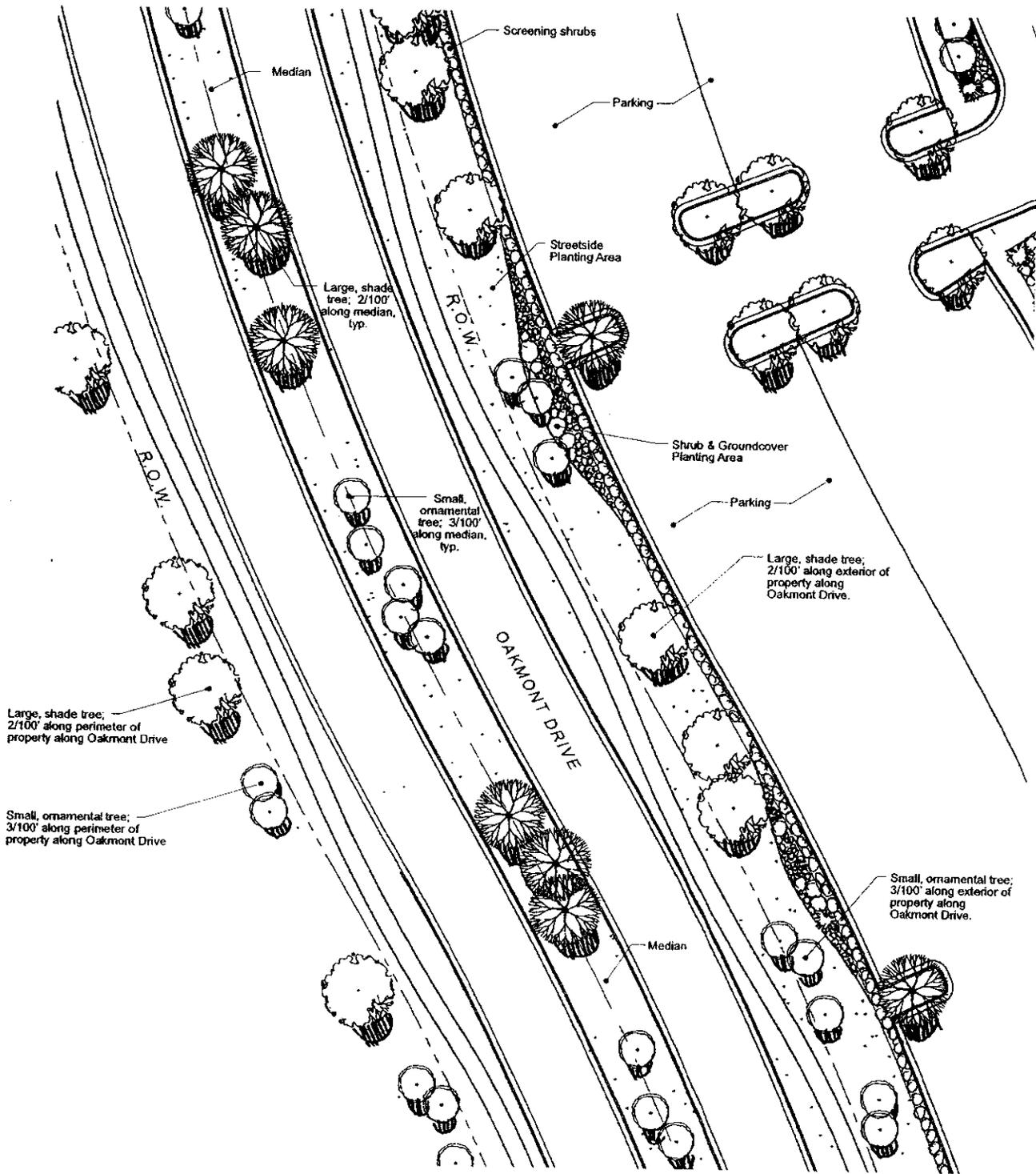
SIMON NORTH PUD

EXHIBIT D-3

Teravista Parkway Streetscape Design - Section

MARCH 8, 2006

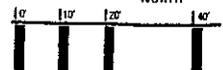
The Streetscape Design is a conceptual design and is subject to change without notice.



T B G
 PARTNERS
 501 South Mopac, Building 2,
 Suite 350, Austin, Texas 78746
 TEL 512.327.1011 FAX 512.327.3488
 LANDSCAPE
 ARCHITECTURE
 AND PLANNING

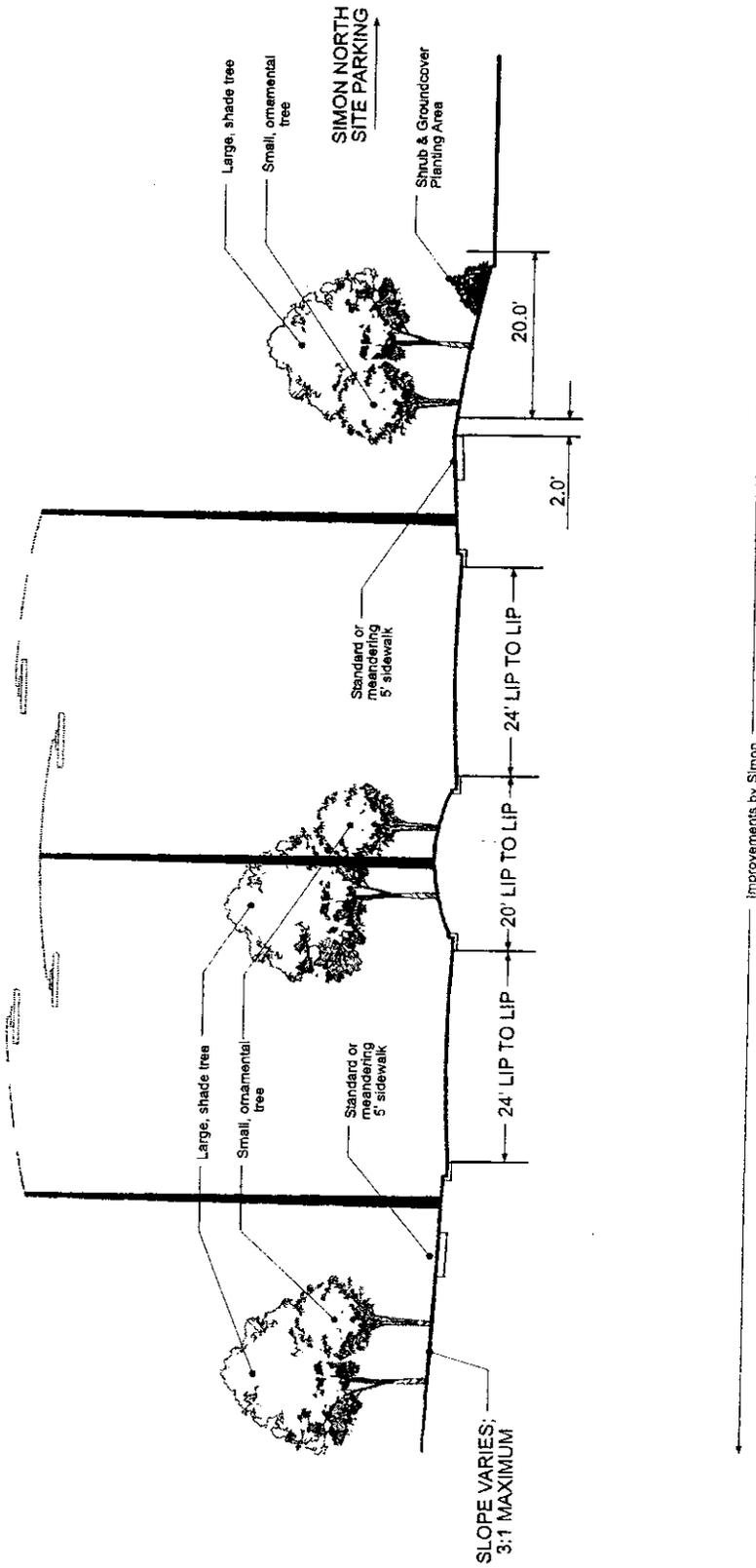
SIMON NORTH PUD

EXHIBIT D-4
Oakmont Drive Streetscape Design - Plan



MARCH 1, 2005

The information shown is based on data that the client has provided and is subject to change without notice.



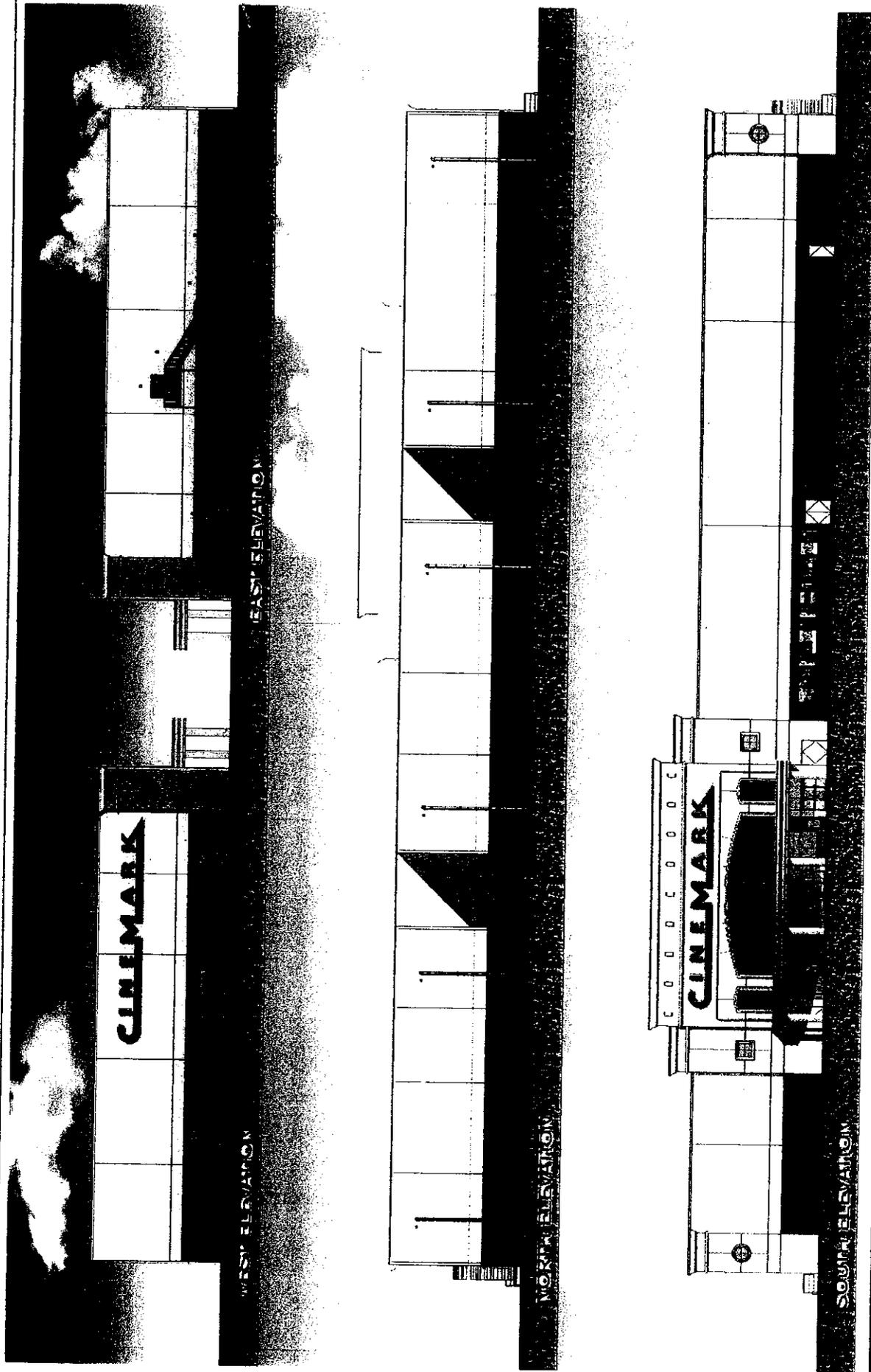
SIMON NORTH PUD
EXHIBIT D-5
 Oakmont Drive Streetscape Design - Section

MAINTENANCE
 This drawing is not a contract. It is subject to change without notice.

TBG
 PARTNERS
 501 South West, Building 2,
 Suite 150, Austin, Texas 78746
 TEL: 512.287.0171 FAX: 512.287.0488
 LANDSCAPE
 ARCHITECTURE
 AND PLANNING

PUD No. 61 EXHIBIT E

THEATER/CINEMA DESIGN AND SIGNAGE



03.08.05

0611

ELEVATIONS

CINEMARK 12 ROUNDROCK, TEXAS

PUD 61 EXHIBIT E: THEATER/CINEMA DESIGN AND SIGNAGE