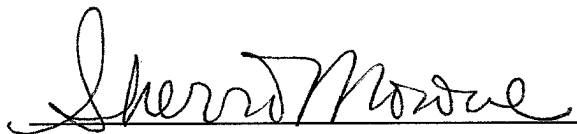




THE STATE OF TEXAS           \*  
COUNTY OF WILLIAMSON       \*  
CITY OF ROUND ROCK           \*

I, SHERRI MONROE, Assistant 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 above and foregoing is a true and correct copy of Ordinance No. Z-05-09-08-10C2, which approves rezoning 20.94 acres of land out of the Ephraim Evans Survey from District LI to District PUD No. 64 (IKEA Tract). This ordinance was approved and adopted by the City Council of the City of Round Rock, Texas, on the 8<sup>th</sup> day of September, 2005. These minutes are recorded in the official City Council Minute Book No. 53.

CERTIFIED by my hand and seal of the City of Round Rock, Texas on this 20<sup>th</sup> day of October 2005.

  
\_\_\_\_\_  
SHERRI MONROE, Assistant City Secretary



ORDINANCE NO. Z-05-09-08-10C2

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 REZONE 20.94 ACRES OF LAND OUT OF THE EPHRAIM EVANS SURVEY, ABSTRACT NO. 212, IN ROUND ROCK, WILLIAMSON COUNTY, TEXAS, FROM DISTRICT LI (LIGHT INDUSTRIAL) TO PLANNED UNIT DEVELOPMENT (PUD) NO. 64.

WHEREAS, an application has been made to the City Council of the City of Round Rock, Texas to amend the Official Zoning Map to rezone 20.94 acres of land, out of the Ephraim Evans Survey, Abstract No. 212, in Round Rock, Williamson County, Texas, being more fully described in Exhibit "A" attached hereto, from District LI (Light Industrial) to Planned Unit Development (PUD) No. 64, 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 24th day of August, 2005, 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.64, and

WHEREAS, on the 8th day of September, 2005, 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 and Section 11.400, 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 the City Council has hereby determined the Planned Unit Development (PUD) No. 64 meets the following goals and objectives:

- (1) The development in PUD No. 64 is equal to or superior to development that would occur under the standard ordinance requirements.
- (2) P.U.D. No. 64 is in harmony with the general purposes, goals, objectives and standards of the General Plan.
- (3) P.U.D. No. 64 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. 64 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. 64 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 11.401(2)(a), 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. 64, and that the Mayor is hereby authorized and directed to enter into the Agreement and Development Plan for PUD No. 64 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.

C. The City Council hereby finds and declares that written notice of the date, hour, place and subject of the meeting at which this Resolution was adopted was posted and that such meeting was open to the public as required by law at all times during which this Resolution 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 8<sup>th</sup> day of September, 2005.

Alternative 2.

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

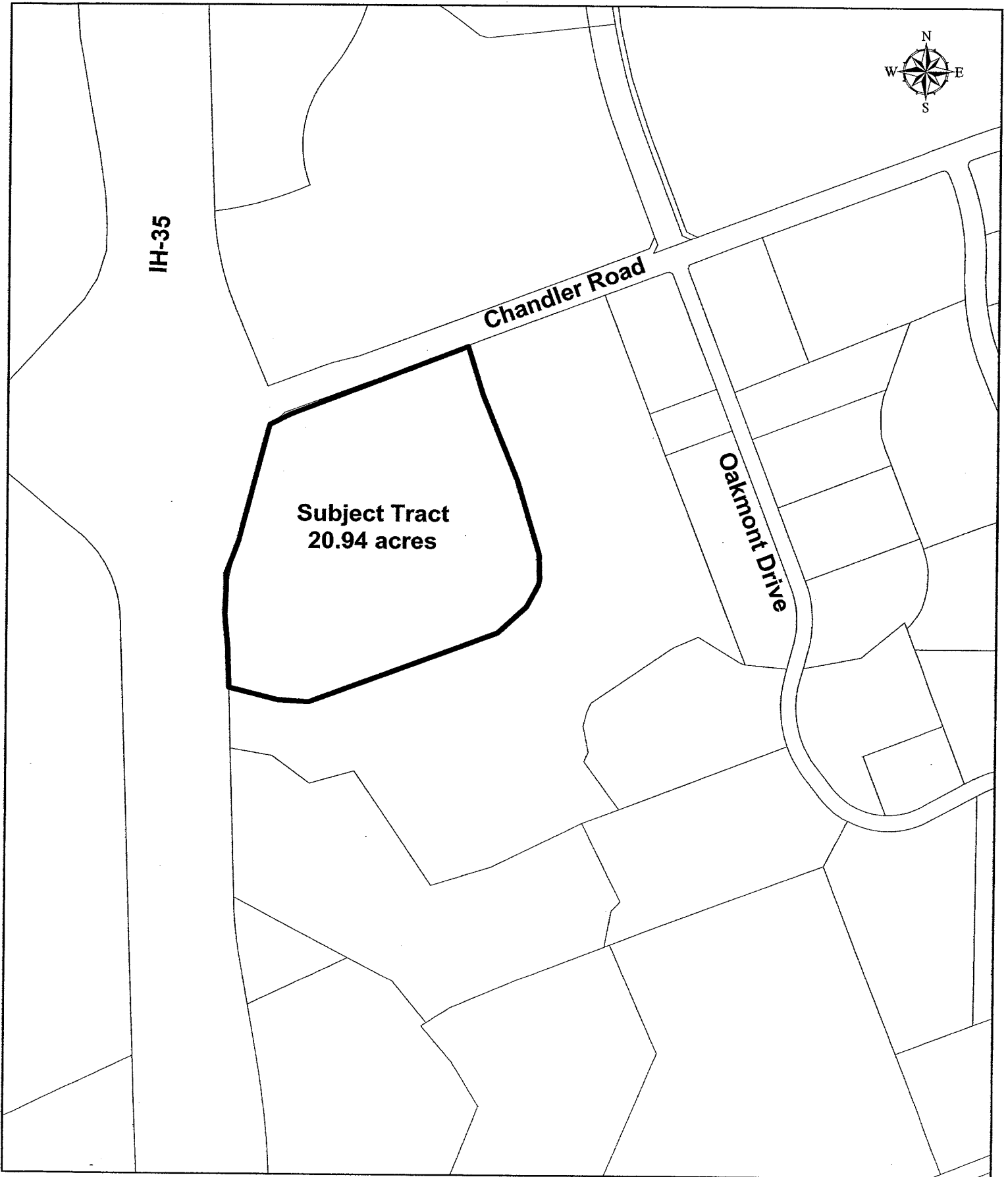
READ, APPROVED and ADOPTED on second reading this the \_\_\_\_\_ day of \_\_\_\_\_, 2005.

  
\_\_\_\_\_  
NYLE MAXWELL, Mayor  
City of Round Rock, Texas

ATTEST:

  
\_\_\_\_\_  
CHRISTINE R. MARTINEZ, City Secretary

# Rezoning from LI to PUD 64 20.94 Acres



**AGREEMENT AND DEVELOPMENT PLAN  
IKEA PUD  
PLANNED UNIT DEVELOPMENT NO. 64**

**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 Cerco Development, Inc., its successors and assigns, having their offices at 221 West 6<sup>th</sup> Street, Suite 1300, Austin, Texas 78701 (hereafter referred to as the "Owner").

**WHEREAS**, the Owner is the owner of certain real property consisting of approximately 20.94 acres, as more particularly described in **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 11.316(8), of "the Code" (as defined in Article II, Section 1 below), 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 August 24, 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 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:

Z-05-09-08-1002

## 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.15 below are followed. The depictions of the locations of the building, parking, and drive aisles on the exhibits attached hereto in connection with the landscaping and signage provisions of this Agreement (Sections II.10 and 11 below) are primarily to provide context for the relevant landscaping and signage provisions, and may not correspond in all respects with the final locations of such improvements as described in connection with an application for site plan approval (and such final location, if different from the general representation in the attached exhibits, shall not be deemed a "change" or "modification" within the meaning of this Section I.2).

#### 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, "the Code" (as defined in Article II, Section 1 below).

#### 4. LIEN HOLDER CONSENT

There is no lien holder of record with regard to the Property as of the date of this Agreement.

#### 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 or assignment of the Property, in part or in whole, provided the purchaser or assignee assumes Owner's obligations in writing as to such portions of the Property, upon which assumption the Owner shall be released from any further obligations hereunder.

## **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

Cerco Development, Inc.  
221 West 6<sup>th</sup> Street  
Suite 1300  
Austin, Texas 78701  
Attn: Jeff Newberg

City of Round Rock, Texas  
221 East Main Street  
Round Rock, Texas 78664  
Attn: Director of Planning

**5.10 Appeal of Administrative Decisions**

Administrative decisions provided for in this Agreement may be appealed to the City Council in writing within fourteen (14) days following receipt by 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, and runs with the land.

**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 through and including the date of this Agreement, but not afterward, City of Round Rock, Texas, hereinafter referred to as "the Code."

**2. PROPERTY**

This Development Plan ("Plan") covers approximately 20.94 acres of land, located

within the city limits of Round Rock, Texas, and more particularly described by metes and bounds in **Exhibit "A"**.

**3. EFFECTIVE DATE**

Prior to the effective date of this Agreement, (i) the Property was zoned "LI", and (ii) the City Council approved this Agreement subject to all of the terms and conditions contained herein. Notwithstanding the base zoning district identified for the Property in Section 5.1, and notwithstanding Sections 6 (Permitted Uses) and 7 (Prohibited Uses) below, all "LI" zoning district permitted uses and all applicable regulations shall be allowed on the Property until the closing (i.e., delivery of title and purchase funds) of the sale of the Property by McNeil Consumer & Specialty Pharmaceuticals, a division of McNeil-PPC, to Cerco Development, Inc. or its assigns pursuant to the contract between them (the "Sale"), on which Sale date all of Sections 5 through 17 of this Agreement shall apply. The purchaser at the Sale shall submit to the City an affidavit in the form attached hereto as **Exhibit "F"** stating that the Sale has occurred.

**4. 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.

**5. APPLICABILITY OF CITY ORDINANCES**

**5.1 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. Except as provided otherwise in this Agreement, the base zoning district for the Property is "C-1" (General Commercial). Notwithstanding the foregoing, 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.

## **5.2 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.

## **6. PERMITTED USES**

The base zoning district for the Property shall be "C-1" (General Commercial) under the Code, subject to the terms of this Agreement. The Property shall be developed for use as a single destination retail use occupying a building of at least 252,000 square feet (including any ancillary uses inside the building) that is expected to draw its customer base from an approximately 75-mile or more radius centered on the building.

The Property may be used for periodic temporary outdoor sales events, such as Christmas tree sales, patio furniture sales, etc., and such use does not require a temporary use permit from the City, provided such sales events are ancillary to a permitted primary use, and provided further that such sales events occur no more often than four (4) times per year, and no longer than fifteen (15) days per event. Development standards for outdoor sales specified in the Code shall apply to these sales events. The area to be used for such outdoor sales events shall be designated on plans submitted in connection with site plan approval and shall not cause the loss of any designated parking spaces. If outdoor sales events utilize sidewalk space, a minimum width of five (5) feet of the sidewalk must remain clear of obstructions to allow unimpeded pedestrian movement.

The following principal uses are permitted on the Property:

- Retail Sales and Services (as a single destination retail use as described above)
- Wireless Transmission Facility, Stealth
- Wireless Transmission Facility, Attached
- Park, Private
- Park, Linear/Linkage
- Park, Regional/Community
- Park, Neighborhood

The following uses are permitted as ancillary uses in the primary building:

- Eating Establishments
- Day Care

In connection with a recycling use ancillary to a permitted use (which recycling use is hereby permitted as and to the extent described in this paragraph), Owner may locate and maintain up to two (2) thirty-foot (30') trailers at the rear of the building for

recycling purposes. Such trailers may be moved to and parked at the dock doors, at Owner's option, to permit loading/unloading.

## 7. **PROHIBITED USES**

The following uses are prohibited on the Property except as otherwise noted:

- Amusement parks or carnivals
- Automotive & machinery repair
- Automotive & machinery services
- Automotive & machinery washes
- Automotive parts sales
- Automotive rental
- Automotive sales
- Billiard parlors & pool halls
- Boat sales
- Camper sales
- Campgrounds
- Donation centers
- Flea markets
- Gasoline & fuel sales
- Grocery stores
- Heavy equipment sales, rental & leasing
- Industrial building sales
- Kennels
- Manufactured home sales
- Mini warehouses
- Pawn shops
- Portable building sales
- Recreational vehicle parks
- Recycling centers (as primary use; permitted as ancillary use as described above)
- Sale of used goods (except antiques and estate sales)
- Self-Storage
- Sexually oriented businesses
- Shooting ranges
- Tattoo parlors
- Truck service or repair
- Truck stops
- Trucking terminals
- Video arcades
- Wireless Transmission Facility, Self-Standing

## 8. ADDITIONAL USES

All other uses that are not specifically addressed in this ordinance will require an amendment in accordance with Section 15, below.

## 9. EXPANDED DEVELOPMENT

Owner may request, and the City will at that time consider in accordance with Section 15, below, a future expansion of the enclosed area of the primary building originally constructed by up to 50,000 square feet, which additional enclosed area may be proposed as expansions of one or more of the then existing sides of such building. Any such request by Owner shall include a description of how such an expansion will satisfy site planning concerns, including with regard to parking, traffic circulation, landscaping, and design features of the building.

## 10. LANDSCAPING

In accordance with Section 11.314 of the Round Rock Zoning Ordinance, the following landscaping and buffering standards shall apply to those portions of the Property addressed below instead of otherwise applicable Code sections, City regulations or City policies. All other landscaping issues not specifically addressed in this Section 10 shall be regulated by applicable Code sections, City regulations or City policies.

### 10.1 General Requirements

As an alternative to the street yard requirements established in the Round Rock Zoning Ordinance, the Property shall offer the following landscape amenities:

- Enhanced entry feature (as shown in **Exhibits C-1 and C-2**).
- Enhanced landscaping along the perimeter of the Property, particularly along the IH-35 frontage road and Chandler Road (as shown in **Exhibits C-1, C-3, C-4, C-5 and C-6**).
- Additional islands and medians in and along drives and in the parking areas (as shown in **Exhibit C-1**).
- Additional screening of service area (as shown in **Exhibits C-1, C-5 and C-6**).

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 from City water and wastewater 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 referenced in this Agreement shall be as specified in the Round Rock Zoning Ordinance, the Round Rock Tree Standards Technical Manual and the Overall Landscape Plant Palette, attached hereto as **Exhibit "C-7"**.

### **10.2 Entry Feature Landscaping**

A landscaped median island between fourteen (14) feet and fifty (50) feet in width, as measured from back of curb to back of curb, shall be provided down the centerline of the primary entrance drive, substantially in accordance with **Exhibits "C-1" and "C-2"**.

At a minimum, landscaping in the entry median island, as it is identified in **Exhibit "C-2"**, shall consist of an average of one (1) small tree per 30 linear feet of the entry median island plus ornamental grasses, ground covers and shrubs as conceptually depicted in Exhibit "C-2".

At a minimum, landscaping in both sides of the entry planting area, as it is identified in **Exhibit "C-2"**, shall consist of an average of one (1) large or medium tree per 50 linear feet of planting area plus ornamental grasses, ground covers and shrubs as conceptually depicted in Exhibit "C-2".

Landscaping adjacent to other driveway entrances that are outside the boundary of the Property shall include small trees, shrubs and grasses and shall be consistent with the overall landscape design theme for each entrance.

### **10.3 Enhanced Perimeter Landscaping**

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

Landscaping between the primary entrance drive and Chandler Road shall be in accordance with **Exhibits "C-3" and "C-4"**, and shall include, at a minimum, an average of one (1) large tree per 20 linear feet, one (1) conifer per 35 linear feet, and one (1) small tree per 10 linear feet. Shrubs, grasses and groundcover shall be planted as conceptually depicted in **Exhibits "C-3" and "C-4"**.

Landscape and irrigation within TX DOT right-of-way shall be installed, irrigated, and maintained by means, methods and standards as governed by TX DOT.

#### **10.4 Service Area Screening**

As depicted in **Exhibits "C-5" and "C-6"**, a screening wall shall be provided along Chandler Road behind the service area. The screen wall shall be a minimum of seven (7) feet in height. The side of the screen wall facing Chandler Road shall have a stone face similar to the stone required for buildings in PUD's 59 and 60, as conceptually depicted in **Exhibit "C-8"**.

Landscaping in front of the screen wall and along Chandler Road shall be in accordance with **Exhibits "C-5" and "C-6"**, and shall include, at a minimum, an average of one (1) large tree per 35 linear feet, one (1) conifer per 60 linear feet, and one (1) small tree per 40 linear feet. Shrubs, grasses and groundcover shall be planted as conceptually depicted in **Exhibits "C-5" and "C-6"**.

Landscape buffer and screening requirements established in the Code for ground-mounted equipment, dumpsters, trash receptacles, refuse storage containers, loading docks, substations, large utility cabinets, and similar structures located behind the screen wall shall not apply to the Property.

The City shall assume responsibility to replace any landscaping removed in the gas line easement shown in **Exhibit "C-9"**, if, because of the actions of the owner of said gas line easement, any or all of said landscaping is removed and not replaced by the owner of said gas line easement. Further, in the event, but only to the extent, that the owner of said gas line easement legally prevents the planting of some or all of such landscaping, the landscaping required in this Section 10.4 may be modified as a minor amendment in accordance with Section 15.1 as long as adequate screening is provided through the use of higher quantities of smaller plantings, screen walls, decorative trellises or other landscape features.

#### **10.5 Open Space**

All areas which do not contain buildings, structures, parking lots, sidewalks, 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 and landscaped in accordance with this Section. All such landscaped areas not planted in groundcover or shrub beds shall be planted in grasses. Over seeding in fall with cool season native grasses is allowed.



Utility easements shall be landscaped consistent with other landscape areas, to the extent allowed by the respective utility company.

## **11. SIGNAGE**

Except to the extent that this Agreement provides for signage regulation that is in conflict with the Code, the signage regulations of the Code shall apply to the Property. In the event of a conflict between the Code and this Agreement, the provisions of this Agreement shall control.

For purposes of this Agreement, "sign area" is defined as the number of square feet contained within the smallest single polygon that will encompass the actual lettering and any logo on one face of the sign (a logo may be measured using a separate polygon or circle from that containing the lettering). The portions of a structure on which the sign is located are not counted as part of the sign area provided they are not contained within the polygon.

Unless otherwise provided herein, all free-standing signage on the Property shall be powder coated aluminum framed with galvanized steel posts and shall be externally illuminated.

With the exception of the Highway Sign permitted in Section 11.10, changes in the location or appearance of signs described in this Section 11, as well as changes in the number, size, or height of signs that differ no more than ten percent (10%) from the standards set forth below may be administratively approved by the Zoning Administrator.

### **11.1 Location**

All signs on the Property shall be located and spaced in accordance with the provisions of this Agreement and generally as shown in **Exhibit "D-1"** and **"D-2"**. Any and all setback requirements of Table 3.1403 of the Code shall be deemed satisfied if signage is located in accordance with this Agreement.

All Entrance Signs, Information Signs, and Family Friendly Signs (as described below) shall be located on a landscaped island, median or other landscaped area on the Property.

### **11.2 Entrance and Exit Signs**

For the purposes of directing traffic to the entrances and exits of the store and of providing information on store hours, five (5) double-sided Entrance and Exit Signs may be installed and maintained by Owner at the approximate locations

shown in **Exhibit "D-1"** for signs *1a, 2a, 2b, 2c* and *3a*.

Entrance and Exit Signs shall not exceed fifteen (15) feet in height.

The face or sign area of each Entrance and Exit Sign shall not exceed ninety (90) square feet.

Approximate sign dimensions for sign *1a* are shown in **Exhibit "D-3"** in diagram 1. Approximate sign dimensions for signs *2a, 2b* and *2c* are shown in **Exhibit "D-3"** in diagram 2. Approximate sign dimensions for sign *3a* are shown in **Exhibit "D-3"** in diagram 3.

Example sign content for signs *1a, 2a, 2b, 2c* and *3a* is shown in **Exhibit "D-5"**.

Entrance and Exit Signs shall be externally illuminated, as shown in **Exhibit "D-3"** in diagrams 1, 2 and 3.

### **11.3 Information Signs**

For the purpose of providing purchasing information, three (3) double-sided Information Signs may be installed and maintained by Owner within one hundred fifty (150) feet of the front doors of the building, generally located as shown in **Exhibit "D-1"** for signs *4a, 4b* and *4c*.

Information Signs shall not exceed eleven (11) feet in height.

The face or sign area of each Information Sign shall not exceed forty-two (42) square feet.

Approximate sign dimensions for signs *4a, 4b* and *4c* are shown in **Exhibit "D-3"** in diagram 4.

Example sign content for signs *4a, 4b* and *4a* is shown in **Exhibit "D-5"**.

Information Signs shall be externally illuminated, as shown in **Exhibit "D-3"** in diagram 4.

### **11.4 Service Signs**

For the purpose of advertising special services offered by the store, seven (7) double-sided Service Signs may be installed and maintained by Owner at the approximate locations shown in **Exhibit "D-1"** for signs *5a, 5b, 5c* and *5d*.

Service Signs shall not exceed eleven (11) feet in height.

The face or sign area of each Information Sign shall not exceed thirty (30) square feet.

Approximate sign dimensions for signs *5a*, *5b*, *5c* and *5d* are shown in **Exhibit "D-3"** in diagram 5.

Example sign content for signs *5a*, *5b*, *5c* and *5d* is shown in **Exhibit "D-6"**.

Service Signs shall be externally illuminated, as shown in **Exhibit "D-3"** in diagram 5.

### **11.5 Family Friendly Parking Signs**

For the purpose of identifying a special parking area for families, three (3) double-sided Family Friendly Parking Signs may be installed and maintained by Owner at the approximate locations shown in **Exhibit "D-1"** for sign *6a*.

Family Friendly Parking Signs shall not exceed seven (7) feet in height.

The face or sign area of each Family Friendly Parking Sign shall not exceed twelve (12) square feet.

Approximate sign dimensions for sign *6a* are shown in **Exhibit "D-3"** in diagram 6.

Example sign content for sign *6a* is shown in **Exhibit "D-6"**.

Family Friendly Parking Signs shall not be externally illuminated by lighting associated with the signs.

### **11.6 Loading Zone Signs**

For the purpose of identifying the loading zone, five (5) double-sided Loading Zone Signs may be installed and maintained by Owner at the approximate locations shown in **Exhibit "D-1"** for sign *7a*.

Loading Zone Signs shall be hung at a height not less than twelve (12) feet above finished grade.

The face or sign area of each Loading Zone Sign shall not exceed twelve (12) square feet.

Approximate sign dimensions for sign 7a are shown in **Exhibit "D-3"** in diagram 7.

Example sign content for sign 7a is shown in **Exhibit "D-6"**.

Loading Zone Signs shall not be externally illuminated by lighting associated with the signs.

### **11.7 Cart Return Signs**

For the purpose of identifying cart return areas, double-sided Cart Return Signs, may be installed and maintained by Owner in the cart return areas in the approximate locations shown in **Exhibit "D-1"** for signs 8a, 9a and 9b.

Cart Return Signs shall not exceed ten (10) feet in height.

The face or sign area of each Cart Return Sign shall not exceed eighteen (18) square feet.

Approximate sign dimensions for signs 8a, 9a and 9b are shown in **Exhibits "D-3"** and **"D-4"** in diagrams 8 and 9.

Example sign content for signs 8a, 9a and 9b are shown in **Exhibit "D-6"**.

Cart Return Signs shall not be externally illuminated by lighting associated with the signs.

### **11.8 Parking Aisle Identification Signs**

For the purpose of identifying parking aisles, Parking Aisle Identification Signs may be installed and maintained by Owner in the parking areas as conceptually depicted in **Exhibit "D-2"** for signs 10a, 10b and 10c.

Parking Aisle Identification Signs shall not exceed twenty (20) feet in height and shall be hung at a height not less than twelve (12) feet above finished grade.

The face or sign area of each Parking Aisle Identification Sign shall not exceed twenty-two (22) square feet.

Approximate sign dimensions and example content for signs 10a, 10b and 10c are shown in **Exhibit "D-7"**.

Parking Aisle Identification Signs shall not be externally illuminated by lighting associated with the signs.

### **11.9 Flags**

For the purpose of identifying the entrances to the Property, Flags may be installed and maintained by Owner in the approximate locations shown in **Exhibit "D-2"**.

Flags shall not exceed thirty (30) feet in height and shall be hung at a height not less than twelve (12) feet above finished grade.

The face of each flag shall not exceed sixty (60) square feet.

Approximate flag dimensions and example content for the flags are shown in **Exhibit "D-8"**.

### **11.10 Highway Sign**

For the purpose of identifying the site from IH-35, one (1) pylon sign located along IH-35 in the area shown on **Exhibit "D-2"** may be installed and maintained by Owner. Such a sign pole may not exceed ninety (90) feet in height, with the top of the sign itself no more than eighty (80) feet from the ground. At Owner's election, such sign may have three sides, and the retail identification sign face on each side, whether two or three, may not exceed twelve by fifty feet (12' x 50').

Approximate sign dimensions and example content for the Highway Sign are shown in **Exhibit "D-9"**.

### **11.11 Building Signage**

Notwithstanding any otherwise applicable provision of the Code to the contrary, building signage, including a fifteen by forty-five foot (15' x 45') banner sign, shall be designed, sized and located generally in accordance with **Exhibit "D-10"**, attached hereto for illustrative purposes but not as a precise signage plan.

## **12. DESIGN STANDARDS**

Except as may be specifically set forth to the contrary in this Agreement, the Property shall be developed pursuant to the design, compatibility, height, buffer yard, and all other standards (but not the use categories) applicable to the "C-1" zoning district under the Code; provided, however, that the Owner may elect to adopt more restrictive standards for any given aspect of such development.

## **12.1 Exterior Surfaces**

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, or as otherwise provided herein)

Exterior walls may consist of brick, stone, stucco, decorative concrete masonry unit (CMU), split face concrete block or concrete tilt wall, or similar material approved in writing by the Zoning Administrator. Painted pre-finished metal architectural panels may be used as decorative features, for example to highlight the entrance area of a building. Unfinished concrete (painted or unpainted) may be used around the base of the primary building up to a maximum height of forty inches (40") above finished floor elevation.

The primary building may be painted in a color scheme that constitutes trade dress or advertising for the occupant of such building, and shall not be counted against any signage area allotments or limits otherwise applicable to the Property.

## **12.2 Building Design**

The primary building shall not be required to have at least fifteen percent (15%) of a wall facing a public street consist of windows and/or entrance areas, and no walls of such building shall be required to include details that create shade and cast shadows.

Notwithstanding any provision of the Code to the contrary, the primary building is not required to include architectural offsets as described in Section 11.409(4)(e) of the Code, and may, at Owner's option, include uninterrupted lengths in excess of one hundred feet (100').

In addition, sidewalks are not required along the western boundary of the Property abutting the IH-35 frontage road.

## **13. 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.

**14. DRIVEWAY ACCESS AND CIRCULATION**

**14.1 Driveway Access**

Driveway access shall be permitted in accordance with the approved Traffic Impact Analysis on file with the Director of Transportation Services and generally in accordance with the locations depicted in **Exhibit "E"**, subject to site plan approval.

**14.2 Driveway Throat Lengths**

Primary driveways off of the public rights-of-way adjacent to the Property, as "primary" is determined by the City of Round Rock Director of Transportation Services (Director), shall provide a minimum driveway throat of one hundred (100) feet. No parking spaces or internal access drives shall intersect with such primary driveways within this throat unless otherwise approved by the Director in connection with site plan approval. Throat length of primary drives shall be measured from edge of pavement.

**14.3 Drive Aisles**

Main drive aisles serving for both primary circulation and parking or loading/unloading shall have a minimum width of thirty (30) feet. All other two-way drives shall have a minimum width of twenty-four (24) feet. All drives shall meet minimum standards required by the City of Round Rock Fire Department.

**15. CHANGES TO AGREEMENT AND DEVELOPMENT PLAN**

**15.1 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 City Engineer, the Director of Planning and Community Development, and the City Attorney.

**15.2 Major Changes**

All changes not permitted under Section 15.1 above shall be resubmitted

following the same procedure required by the original PUD application.

**16. CONCEPT PLAN APPROVED**

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

**17. GENERAL PLAN 2000**

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

Cerco Development, Inc.

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

*Jeffrey S. Newberg*

*SVP*

*9/13/05*

CITY OF ROUND ROCK, TEXAS

By: \_\_\_\_\_

Nyle Maxwell, Mayor

*Nyle Maxwell*

ATTEST:

By: \_\_\_\_\_

Christine Martinez, City Secretary

*Christine Martinez*



## **LIST OF EXHIBITS**

<b><u>EXHIBIT</u></b>	<b><u>DESCRIPTION</u></b>
Exhibit "A"	Metes and Bounds Description of Property
Exhibit "B"	Lien Holder Consent
Exhibit "C-1"	Overall Landscape Concept Plan
Exhibit "C-2"	Entry Feature Landscaping
Exhibit "C-3"	Enhanced Perimeter Landscaping (Plan)
Exhibit "C-4"	Enhanced Perimeter Landscaping (Profile)
Exhibit "C-5"	Service Area Screening (Plan)
Exhibit "C-6"	Service Area Screening (Profile)
Exhibit "C-7"	Representative Plant Palette
Exhibit "C-8"	Masonry Theme for PUD's 59 and 60
Exhibit "C-9"	Existing Gas Line & Easement
Exhibit "D-1"	Signage Locations (Signs 1a - 9b)
Exhibit "D-2"	Signage Locations (Signs 10a -10c, Flags, Highway Sign)
Exhibit "D-3"	Sign Dimensions (Signs 1a - 8a)
Exhibit "D-4"	Sign Dimensions (Sign 9)
Exhibit "D-5"	Sign Example Content (Signs 1a - 4c)
Exhibit "D-6"	Sign Example Content (Signs 5a - 9b)
Exhibit "D-7"	Parking Aisle Identification Signs
Exhibit "D-8"	Flags
Exhibit "D-9"	Highway Sign
Exhibit "D-10"	Building Signage
Exhibit "E"	Driveway Access
Exhibit "F"	Affidavit of Sale

Waterloo Surveyors Inc.

Office: 512-481-9602

Fax: 512-330-1621

Thomas P. Dixon

R.P.L.S. 4324

J9802FN1

EXHIBIT "A"

Page 1 of 2

July 20, 2005

**FIELD NOTES**

**FIELD NOTES 20.94 ACRES OF LAND, MORE OR LESS, OUT OF THE EPHAIM EVANS SURVEY, ABSTRACT NO. 212, IN WILLIAMSON COUNTY, TEXAS, SAME BEING OUT OF THAT CERTAIN 94.39 ACRE TRACT OF LAND DESCRIBED IN VOLUME 657, PAGE 659, DEED RECORDS, TRAVIS COUNTY, TEXAS, AND FURTHER BEING ALL OF LOT 1, BLOCK A, "FINAL PLAT OF EAST CHANDLER RETAIL CENTER", A PROPOSED SUBDIVISION IN WILLIAMSON COUNTY, TEXAS; FOR WHICH A MORE PARTICULAR DESCRIPTION BY METES AND BOUNDS IS AS FOLLOWS:**

**BEGINNING** at a point on the east R.O.W. of Interstate Highway 35 on the west line of said 94.39 acre tract at the N.W. corner of Lot 1, Block A, "FINAL PLAT OF EAST CHANDLER RETAIL CENTER", for the N.W. corner hereof, from which point an "X" found in concrete on the east R.O.W. of Interstate Highway 35 at the N.W. corner of said 94.39 acre tract bears N14°46'52"E at a distance of 25.79 feet;

**THENCE** the following twelve (12) courses and distances crossing said 94.39 acre tract along the exterior boundary of Lot 1:

1. N96°17'21"E for a distance of 263.66 feet;
2. N75°05'45"E for a distance of 118.61 feet;
3. N69°17'21"E for a distance of 268.81 feet;
4. S65°39'07"E for a distance of 37.56 feet;
5. S20°42'27"E for a distance of 659.45 to a point of curvature of a curve curving to the right having a radius of 220.00;
6. 181.06 feet along the arc of said curve with a chord which bears N02°51'17"E for a distance of 275.99 feet to the point of tangency of said curve;
7. S26°25'55"W for a distance of 77.45 feet to the point of curvature of a curve curving to the right with a radius of 158.15 feet;
8. 118.42 feet along the arc of said curve with a chord which bears N47°51'41"E for a distance of 115.67 feet;
9. S69°17'40"W for a distance of 685.32 feet to the point of curvature of a curve curving to the right having a radius of 406.00 feet;
10. 175.74 feet along the arc of said curve with a chord which bears S81°41'23"W for a distance of 174.37 feet to the point of a reverse curve curving to the left with a radius of 263.86 feet;
11. 27.79 feet along the arc of said curve with a chord which bears N89°03'09"W for a distance of 27.77 feet to the point of tangency of said curve;
12. S88°03'22"W for a distance of 71.42 feet to a point on the east R.O.W. of Interstate Highway 35 at the S.W. corner of Lot 1;

**THENCE** the following three (3) courses and along the west R.O.W. of Interstate Highway 35:

1. N02°03'55"W for a distance of 192.00 to a concrete highway monument found at the point of curvature of a curve curving to the right with a radius of 1095.90 feet;

P.O. Box 160176  
Austin, Texas 78716-0176

Waterloo Surveyors Inc.

Office: 512-481-9602  
Fax: 512-330-1621

Thomas P. Dixon  
R.P.L.S. 4324  
J9802FN1

Page 2 of 2

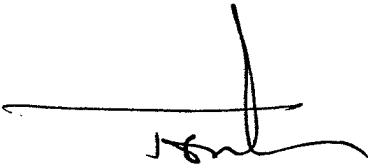
EXHIBIT "A"

July 20, 2005

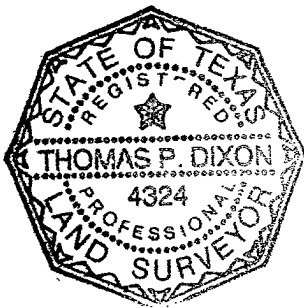
**FIELD NOTES**

2. 398.72 feet along the arc of said curve with a chord which bears N08°19'14"E for a distance of 396.52 feet to a concrete highway monument found at the point of tangency of said curve;
3. N14°46'52"E for a distance of 435.92 feet to the **POINT OF BEGINNING**, containing 20.94 acres of land.

I, the undersigned do hereby certify that the field notes hereon were prepared from an actual on-the-ground survey under my direct supervision and that they are true and correct to the best of my knowledge.



Thomas P. Dixon R.P.L.S. 4324



P.O. Box 160176  
Austin, Texas 78716-0176

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

# SURVEY PLAT

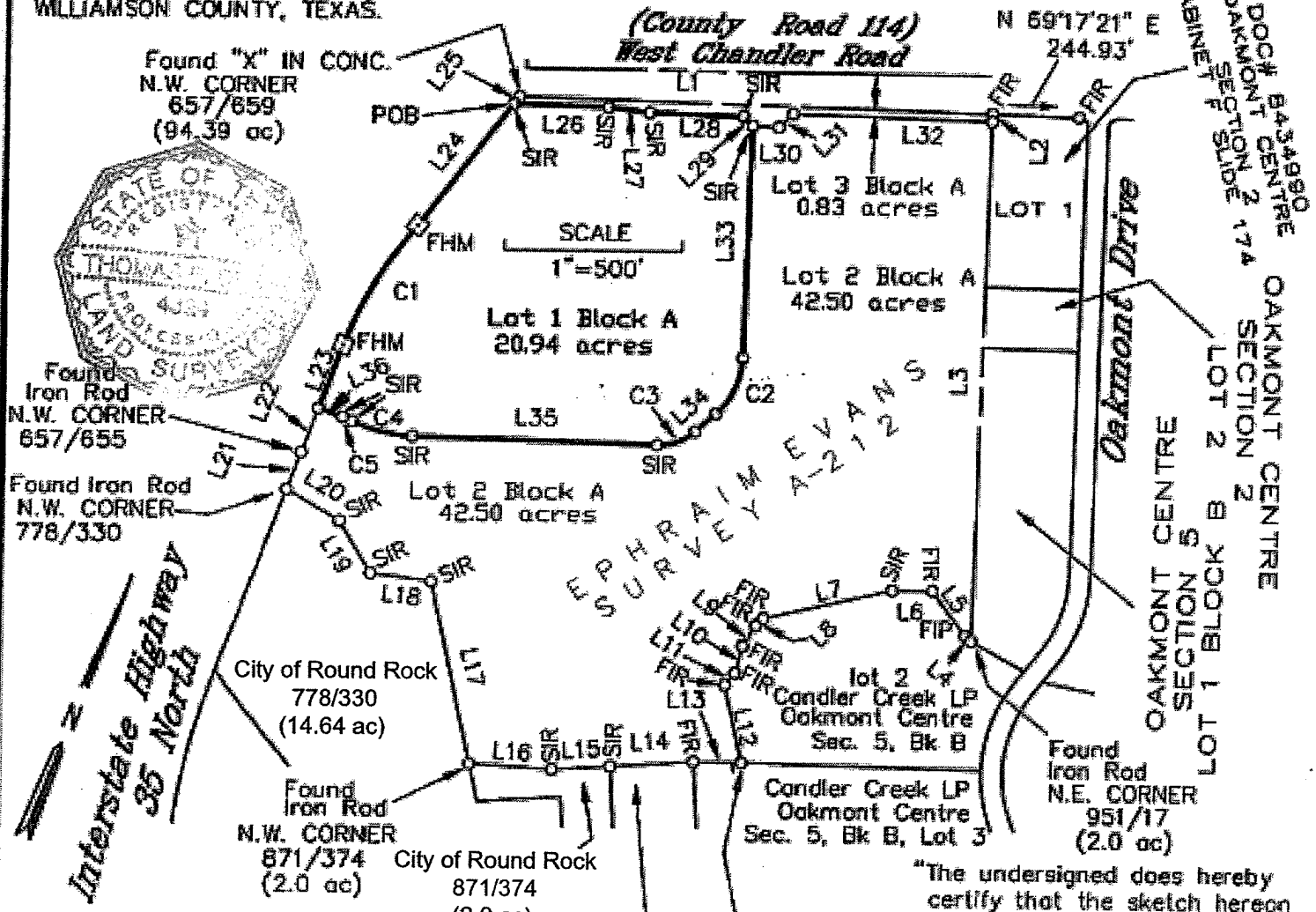
LEGEND

J9802FN1

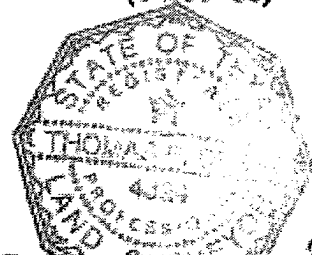
**LEGAL DESCRIPTION:**

20.94 ACRES OF LAND, MORE OR LESS, OUT OF THE EPHAIM EVANS SURVEY, ABSTRACT NO. 212, IN WILLIAMSON COUNTY, TEXAS, AND BEING OUT OF THAT CERTAIN 94.39 ACRE TRACT OF LAND DESCRIBED VOLUME 657, PAGE 659, DEED RECORDS, WILLIAMSON COUNTY, TEXAS, AND BEING ALL OF LOT 1, BLOCK A, "FINAL PLAT OF EAST CHANDLER RETAIL CENTER", A PROPOSED SUBDIVISION IN WILLIAMSON COUNTY, TEXAS.

FOUND IRON ROD FIR  
 SET IRON ROD SIR  
 FOUND IRON PIPE FIP  
 FOUND HIGHWAY MONUMENT FHM  
 POINT OF BEGINNING POB



Found "X" IN CONC.  
 N.W. CORNER  
 657/659  
 (94.39 ac)



Found Iron Rod  
 N.W. CORNER  
 657/655

Found Iron Rod  
 N.W. CORNER  
 778/330

City of Round Rock  
 778/330  
 (14.64 ac)

Found Iron Rod  
 N.W. CORNER  
 871/374  
 (2.0 ac)  
 City of Round Rock  
 871/374  
 (2.0 ac)

City of Round Rock  
 871/369  
 (2.32 ac)  
 Found Iron Rod  
 S.W. CORNER  
 951/17

DOC# B434990  
 OAKMONT CENTRE  
 SECTION 2 17A  
 OAKMONT CENTRE  
 SECTION 2  
 LOT 2 B  
 OAKMONT CENTRE  
 SECTION 5  
 LOT 1  
 OAKMONT CENTRE  
 SECTION 5  
 LOT 1  
 OAKMONT CENTRE  
 SECTION 5  
 LOT 1

"The undersigned does hereby certify that the sketch hereon was prepared from an actual on-the-ground survey and that it is true and correct to the best of my knowledge on this the 15th day of August, 2005.

*[Signature]*

Thomas P. Dixon RPLS 4324

**LINE COURSE AND DISTANCE CALLS**

LINE	DIRECTION	DISTANCE
L1	N 69°17'21" E	1338.91'
L2	S 20°55'19" E	21.00'
L3	S 20°55'19" E	1479.61'
L4	N 72°39'36" W	23.68'
L5	N 59°04'07" W	158.08'
L6	S 67°29'15" W	113.42'
L7	S 54°57'23" W	373.45'
L8	S 22°25'39" W	29.15'
L9	S 09°24'29" W	69.60'
L10	S 07°36'56" E	79.37'
L11	S 18°22'33" W	44.30'
L12	S 35°15'54" E	226.60'
L13	S 68°17'04" W	137.20'
L14	S 63°50'35" W	238.36'
L15	S 64°23'51" W	164.58'
L16	S 71°07'09" W	229.88'
L17	N 34°45'51" W	530.13'
L18	S 75°23'51" W	171.67'
L19	N 52°30'20" W	172.40'

L20	N 81°31'11" W	173.14'
L21	S 02°03'55" E	112.67'
L22	S 02°03'55" E	134.53'
L23	S 02°03'55" E	192.00'
L24	N 14°46'52" E	435.92'
L25	N 14°46'52" E	25.79'
L26	N 69°17'21" E	263.66'
L27	N 75°05'45" E	118.61'
L28	N 69°17'21" E	268.81'
L29	S 65°39'07" E	37.56'
L30	N 69°17'33" E	74.82'
L31	N 24°20'53" E	54.63'

L32	N 69°17'21" E	563.47'
L33	N 20°42'27" W	659.45'
L34	N 26°25'55" E	77.45'
L35	N 69°17'40" E	685.32'
L36	N 88°03'22" E	71.42'

CURVE	RADIUS	LENGTH	CHORD	BEARING
C1	1095.90'	398.72'	396.52'	S 08°19'14" W
C2	220.00'	181.06'	175.99'	N 02°51'17" E
C3	158.15'	118.42'	115.67'	N 47°51'41" E
C4	406.00'	175.74'	174.37'	N 81°41'23" E
C5	263.86'	27.79'	27.77'	N 89°03'09" W

**LEGAL DESCRIPTION:**

20.94 ACRES OF LAND, MORE OR LESS, OUT OF THE EPHRAIM EVANS SURVEY, ABSTRACT NO. 212, IN WILLIAMSON COUNTY, TEXAS, AND BEING OUT OF THAT CERTAIN 94.39 ACRE TRACT OF LAND DESCRIBED IN VOLUME 657, PAGE 659, DEED RECORDS, WILLIAMSON COUNTY, TEXAS, AND BEING ALL OF LOT 1, BLOCK A, "FINAL PLAT OF EAST CHANDLER RETAIL CENTER", A PROPOSED SUBDIVISION IN WILLIAMSON COUNTY, TEXAS.

**Waterloo Surveyors Inc.  
SURVEY PLAT**

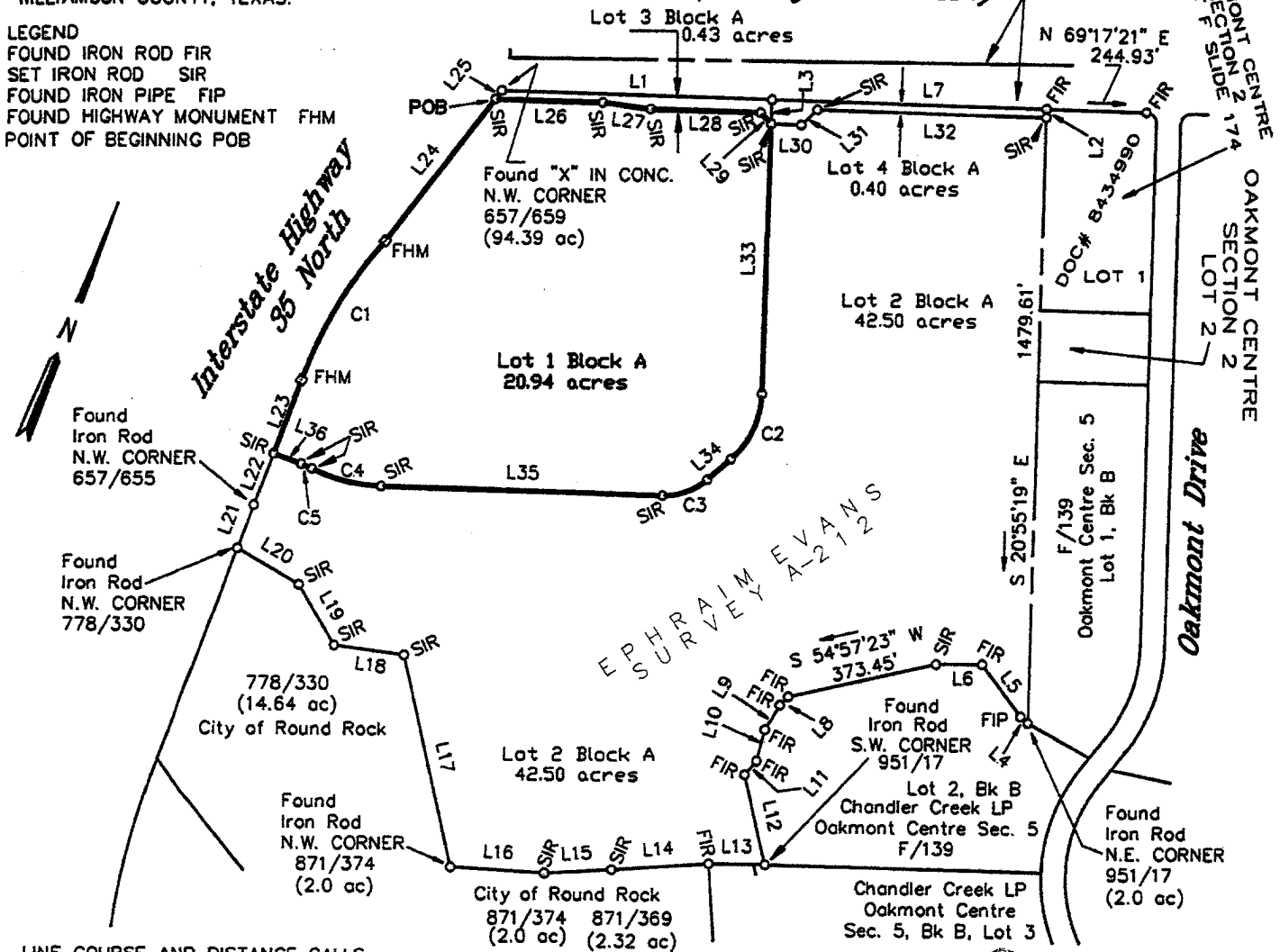
J9802FN1

**West Chandler Road  
(County Road 114)**

**LEGEND**  
 FOUND IRON ROD FIR  
 SET IRON ROD SIR  
 FOUND IRON PIPE FIP  
 FOUND HIGHWAY MONUMENT FHM  
 POINT OF BEGINNING POB



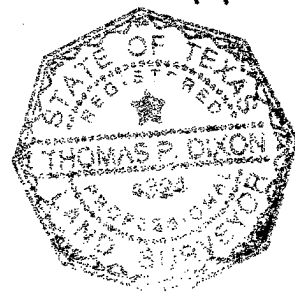
**Interstate Highway  
95 North**



**LINE COURSE AND DISTANCE CALLS**

LINE	DIRECTION	DISTANCE
L1	N 69°17'21" E	662.03'
L2	S 20°55'19" E	21.00'
L3	S 20°42'27" E	59.59'
L4	N 72°39'36" W	23.68'
L5	N 59°04'07" W	158.08'
L6	S 67°29'15" W	113.42'
L7	N 69°17'21" E	676.88'
L8	S 22°25'39" W	29.15'
L9	S 09°24'29" W	69.60'
L10	S 07°36'56" E	79.37'
L11	S 18°22'33" W	44.30'
L12	S 35°15'54" E	226.60'
L13	S 68°17'04" W	137.20'
L14	S 63°50'35" W	238.36'
L15	S 64°23'51" W	164.56'
L16	S 71°07'09" W	229.88'
L17	N 34°45'51" W	530.13'
L18	S 75°23'51" W	171.67'

L19	N 52°30'21" W	172.40'
L20	N 81°31'11" W	173.14'
L21	S 02°03'55" E	112.67'
L22	S 02°03'55" E	134.53'
L23	N 02°03'55" W	192.00'
L24	N 14°46'52" E	435.92'
L25	N 14°46'52" E	25.79'
L26	N 69°17'21" E	263.86'
L27	N 75°05'45" E	118.61'
L28	N 69°17'21" E	268.81'
L29	S 65°39'08" E	37.56'
L30	N 69°17'33" E	74.82'
L31	N 24°20'53" E	54.63'
L32	N 69°17'21" E	563.47'
L33	S 20°42'27" E	659.45'
L34	S 26°25'55" W	77.42'
L35	S 69°17'40" W	685.29'
L36	S 88°03'21" W	71.43'



"THE UNDERSIGNED DOES HEREBY CERTIFY THAT THE SKETCH HEREON WAS PREPARED FROM AN ACTUAL ON-THE-GROUND SURVEY AND THAT IS IT IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE ON THIS THE 12TH DAY OF SEPTEMBER, 2005."

*Thomas P. Dixon*  
 Thomas P. Dixon R.P.L.S. 4324

WATERLOO SURVEYORS INC.  
 P.O. BOX 160176  
 AUSTIN, TEXAS 78716-0176  
 PHONE: (512) 481-9602

CURVE	RADIUS	LENGTH	CHORD	BEARING
C1	1095.90'	398.72'	396.52'	N 08°19'14" E
C2	220.00'	181.06'	175.99'	S 02°51'16" W
C3	158.15'	118.48'	115.73'	S 47°51'43" W
C4	406.00'	175.04'	173.68'	S 81°38'25" W
C5	263.86'	28.49'	28.47'	N 88°58'35" W

**EXHIBIT B**

**LIEN HOLDER CONSENT**

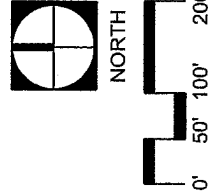
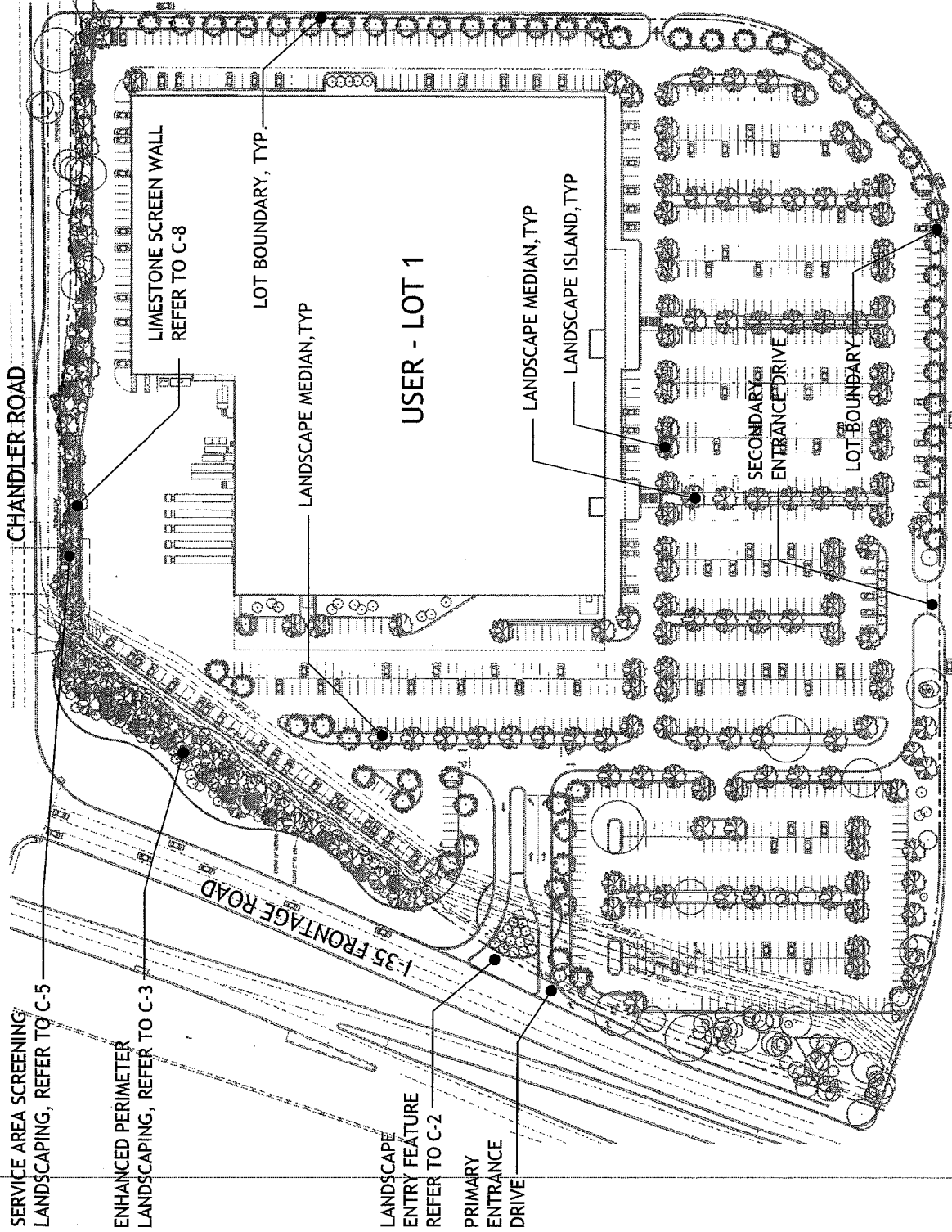
There is no lien holder of record with regard to the Property as of the date of this Agreement.

## **EXHIBIT C**

### **LANDSCAPING**

- Exhibit "C-1" Overall Landscape Concept Plan
- Exhibit "C-2" Entry Feature Landscaping
- Exhibit "C-3" Enhanced Perimeter Landscaping (Plan)
- Exhibit "C-4" Enhanced Perimeter Landscaping (Profile)
- Exhibit "C-5" Service Area Screening (Plan)
- Exhibit "C-6" Service Area Screening (Profile)
- Exhibit "C-7" Representative Plant Palette
- Exhibit "C-8" Masonry Theme for PUD's 59 and 60
- Exhibit "C-9" Existing Gas Line & Easement

NOTE: This Exhibit is a conceptual representation of the landscaping requirements included in the text of this PUD and does not reflect actual tree protection and mitigation requirements.



# User - Lot 1

## Overall Landscape Concept Plan

### EXHIBIT C-1

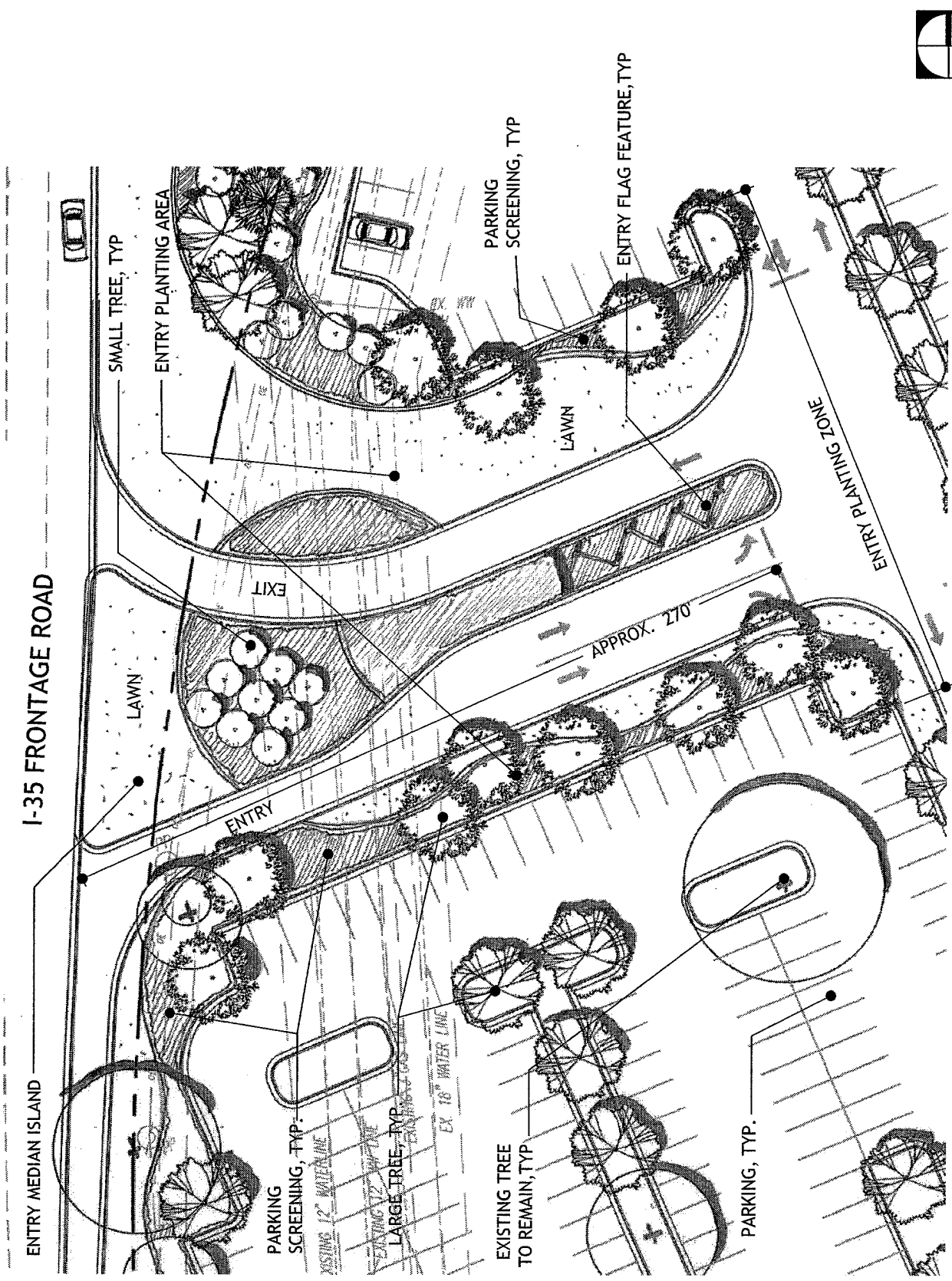
DATE: AUGUST 2, 2005

All information shown is based from sources deemed reliable and is subject to change.

Planning & Landscape Architecture, Inc.  
10000 Katy Road, Suite 200  
Houston, Texas 77054  
512.238.8912 phone



NOTE: This Exhibit is a conceptual representation of the landscaping requirements included in the text of this PUD and does not reflect actual tree protection and mitigation requirements.



# User - Lot 1

## Entry Feature Landscaping

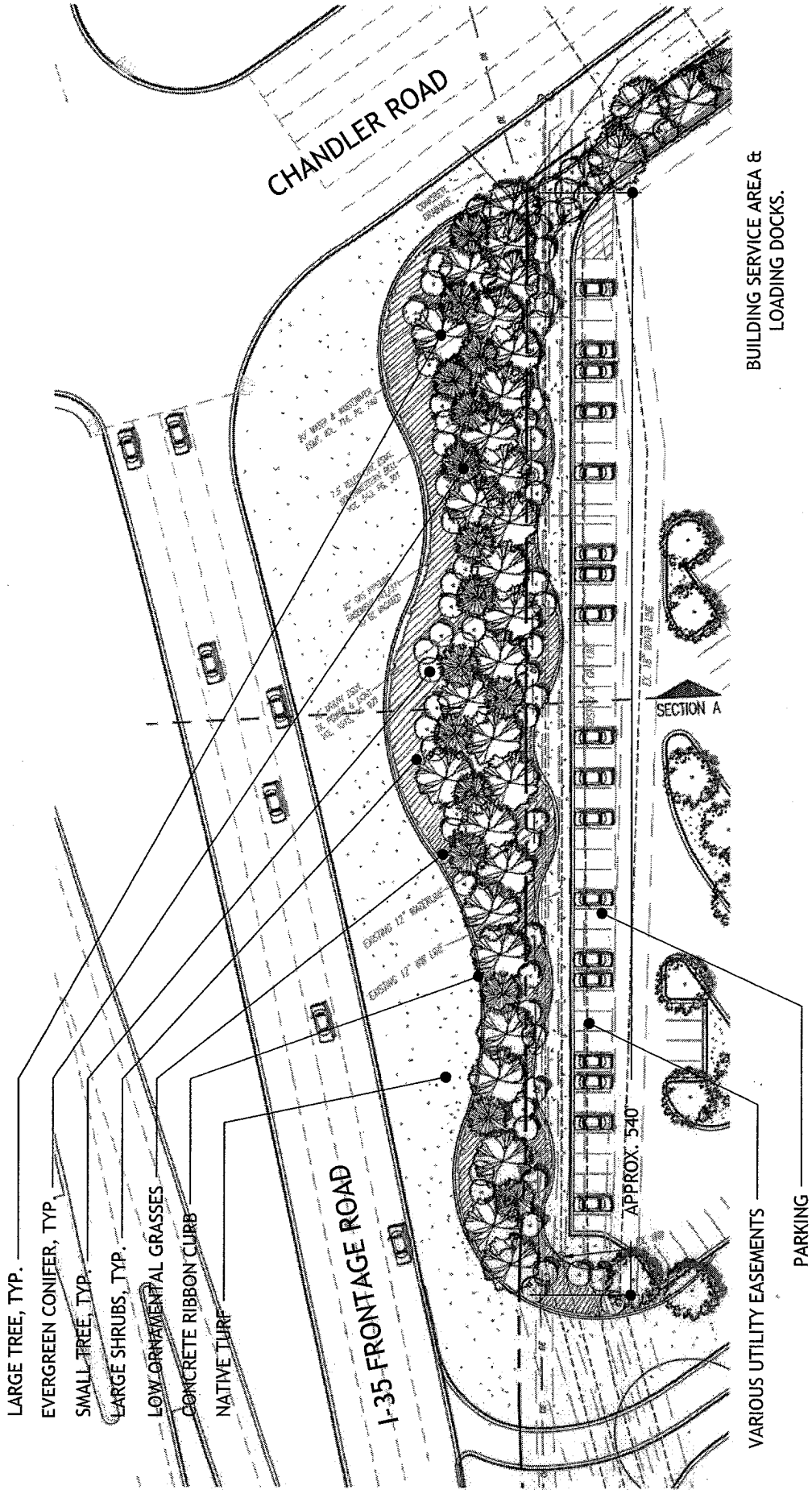
### EXHIBIT C-2

DATE: AUGUST 2, 2005

All information shown is based on sources deemed reliable and is subject to change.

HALL BARGAINER  
 Planning & Architecture  
 102 East North Street, 200  
 Round Rock, Texas 78661  
 512.238.0912 phone

NOTE: This Exhibit is a conceptual representation of the landscaping requirements included in the text of this PUD and does not reflect actual tree protection and mitigation requirements.



# User - Lot 1

## Enhanced Perimeter Landscaping (Plan)

### EXHIBIT C-3

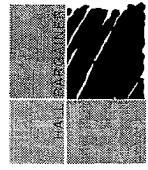


NORTH



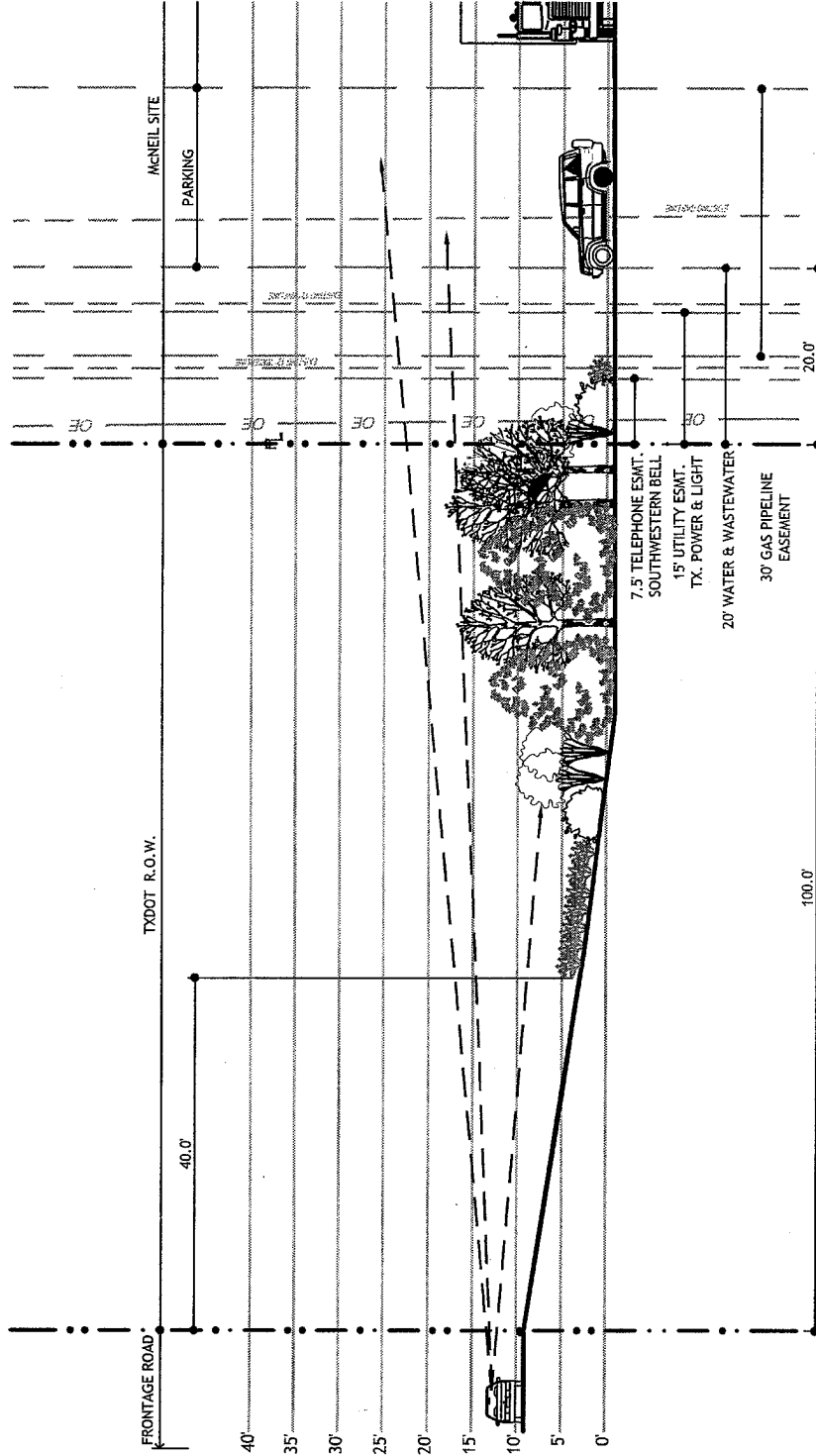
DATE: AUGUST 2, 2005

All information shown is based on sources deemed reliable and is subject to change.



Planning &  
Landscape Architecture  
INC.  
10000 W. 10th Ave.  
Suite 200  
Boulder, CO 80504  
512.238.8912 phone

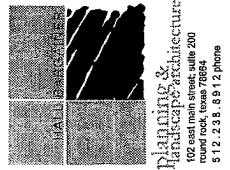
NOTE: This Exhibit is a conceptual representation of the landscaping requirements included in the text of this PUD and does not reflect actual tree protection and mitigation requirements.



# User - Lot 1

## Enhanced Perimeter Landscaping (Profile)

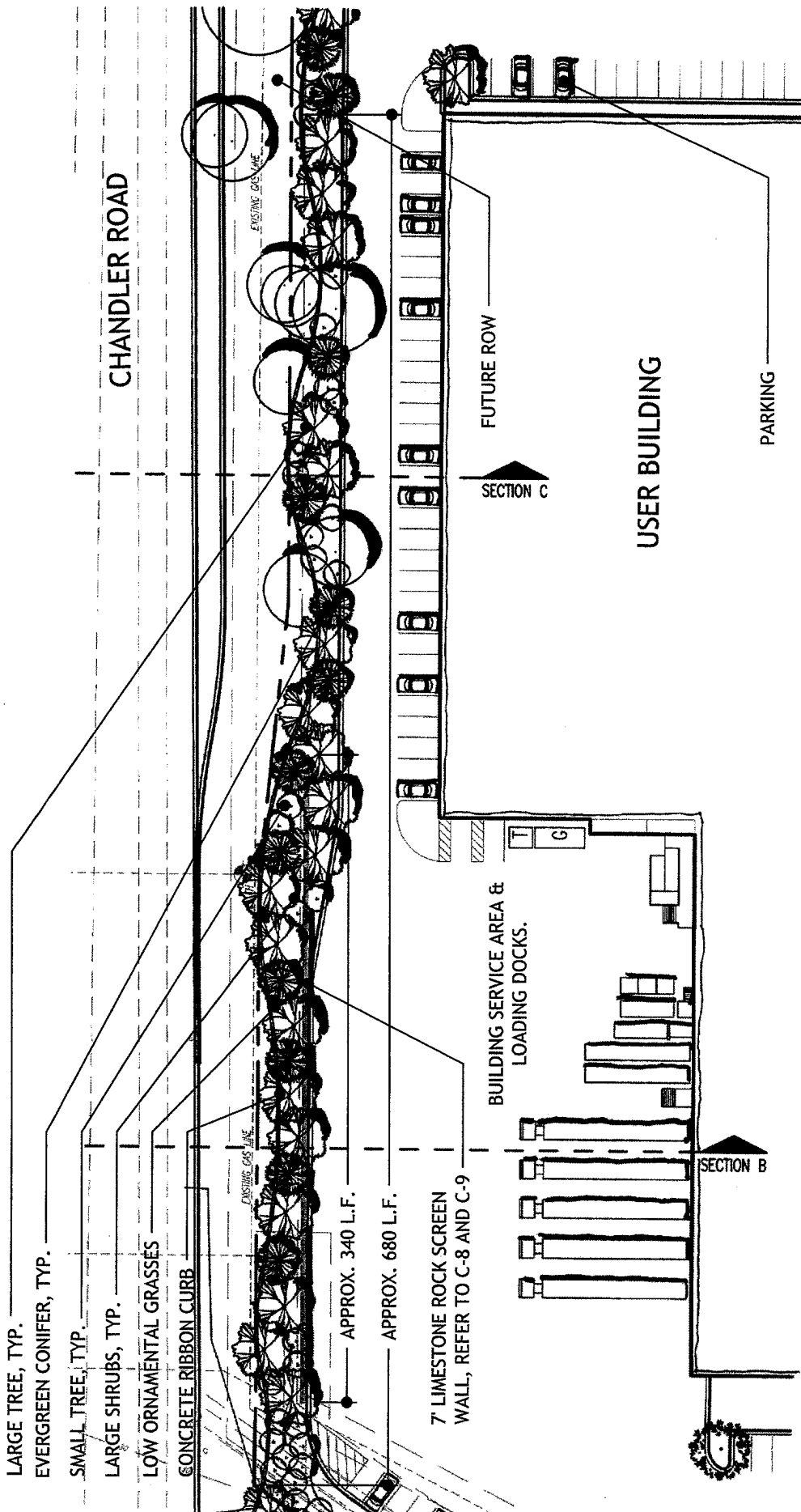
### EXHIBIT C-4



Planning & Landscape Architecture  
 10000 Highway 200  
 Round Rock, Texas 78684  
 512.228.8912 phone

DATE: AUGUST 2, 2005  
 All information shown is based from sources deemed reliable and is subject to change.

NOTE: This Exhibit is a conceptual representation of the landscaping requirements included in the text of this PUD and does not reflect actual tree protection and mitigation requirements.



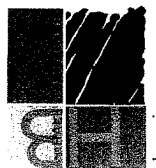
0' 20' 40' 80'

# User - Lot 1

## Service Area Screening (Plan)

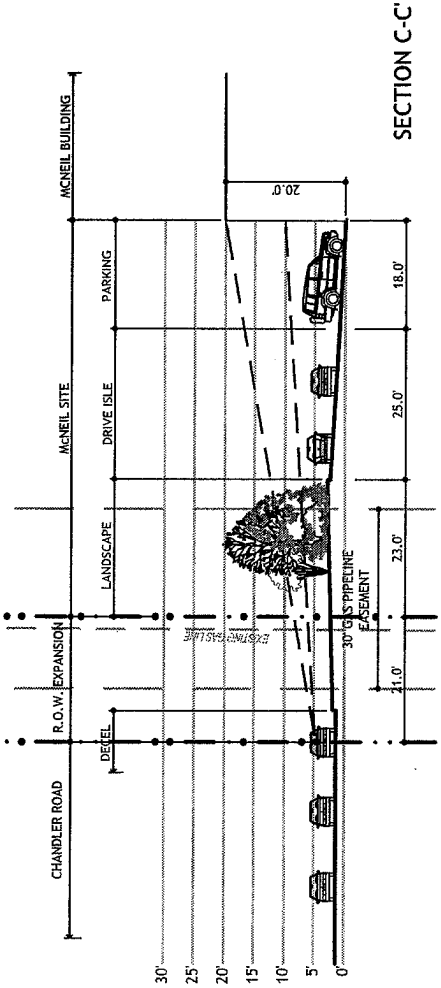
### EXHIBIT C-5

DATE: AUGUST 2, 2005  
 All information shown is based from sources deemed reliable and is subject to change.

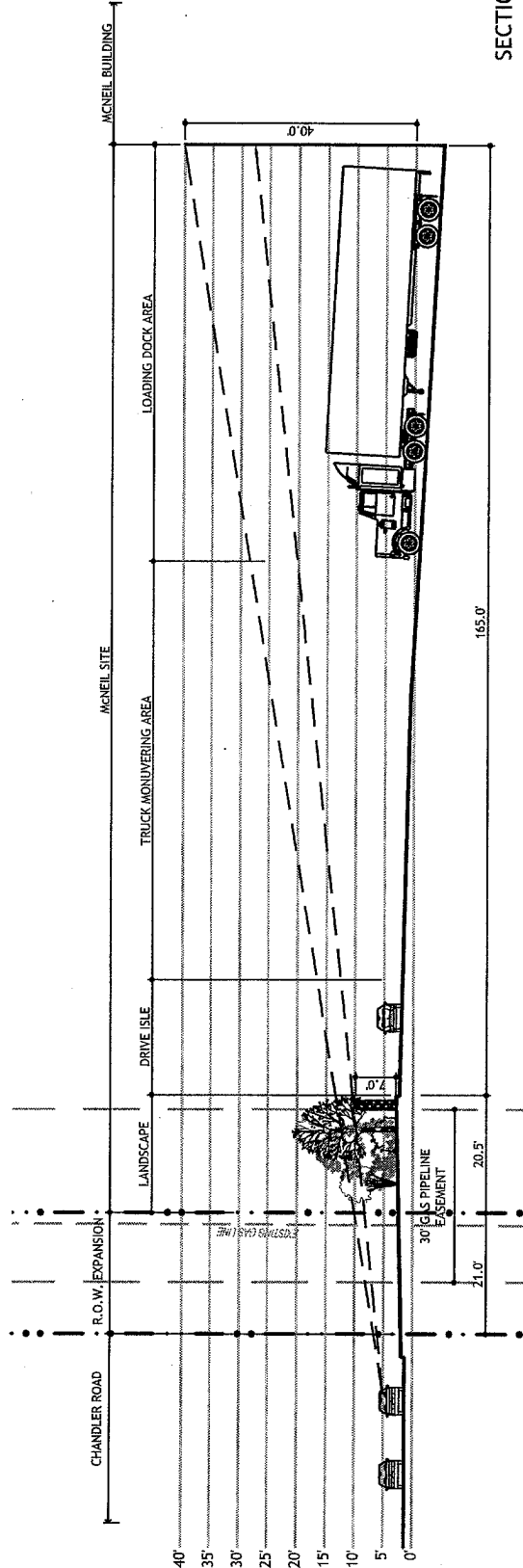


Planning & Landscape Architecture  
 102 East Main Street, Suite 200  
 Round Rock, Texas 78681  
 512.238.8912 phone

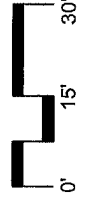
NOTE: This Exhibit is a conceptual representation of the landscaping requirements included in the text of this PUD and does not reflect actual tree protection and mitigation requirements.



SECTION C-C



SECTION B-B



# User - Lot 1

## Service Area Screening (Profile)

### EXHIBIT C-6

DATE: AUGUST 2, 2005  
 All information shown is based from sources deemed reliable and is subject to change.

### REPRESENTATIVE LARGE & SMALL TREES

- a. SHADE TREES - 3" to 6" CAL. - CONT. or B&B
  - LIVE OAK - QUERCUS VIRGINIANA
  - MONTERREY OAK - QUERCUS POLYMORPHA
  - TEXAS RED OAK - QUERCUS TEXANA
  - CEDAR ELM - ULMUS CRASSIFOLIA
  - CHINKAPIN OAK - QUERCUS MUEHLENBERGII
  - BUR OAK - QUERCUS MACROCARPA
  - BOSQUE ELM - ULMUS PARCIFOLIA
- b. CONIFER TREES - 3" to 6" CAL. - CONT. or B&B
  - ARIZONA CYPRESS - CUPRESSUS ARIZONICA
  - LEYLAND CYPRESS - CUPRESSOCYPARIS LEYLANDII
  - AFGHAN PINE - PINUS ELДАРICA
  - JAPANESE BLACK PINE - PINUS THUNBERGIANA
  - BALD CYPRESS - TAXODIUM DISCTICHUM
- c. ORNAMENTAL TREES - 3" CAL. - 8' to 12' HEIGHT - CONT. or B&B
  - YAUPOH HOLLY - ILEX VOMITORIA
  - TREE WAX MYRTLE - MYRICA CERIFERA
  - CRAPEMYRTLE - LAGERSTROMIA INDICA
  - TEXAS MOUNTAIN LAUREL - SOPHORA SECUNDIFLORA
  - TEXAS REDBUD - CERCIS CANADENSIS 'TEXENSIS'
  - FLAME LEAF SUMAC - RHUS LANCEOLATA
  - LILAC CHASTE TREE - VITEX AGNUS-CASTUS

NOTE: ALL PLANTS TO BE CONSISTANT WITH CORR APPROVED PLANT LIST

### REPRESENTATIVE SHRUBS, GRASSES, VINES, & GROUND COVERS

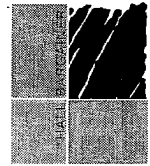
- a. SHRUBS - 5 GAL. - 24" TO 36" HEIGHT.
  - PRIMROSE JASMINE - JASMINUM MESNYI
  - DWARF WAX MYRTLE - MYRICA PUSILIA
  - COTONEASTER - COTONEASTER SP.
  - EVERGREEN SUMAC - RHUS VIRENS
  - RED YUCCA - HESPERALOE PARVIFLORA
  - SANDANKWA VIBURNUM - VIBURNUM SUSPENSUM
  - ROSEMARY - ROSEMARY OFFICINALIS
  - SOFT LEAF YUCCA - YUCCA RECURVIFOLIA
- b. ORNAMENTAL GRASSES - 1 GAL. to 3 GAL. - 28" TO 30" HEIGHT
  - MAIDEN GRASS - MISCANTHUS SINENSIS
  - MUHLY GRASS - MUHLENBERGIA CAPILLARIS
  - GULF MUHLY GRASS - MUHLENBERGIA CAPILLARIS
  - BUTTERFLY IRIS - DIETES SP.
  - MEXICAN FEATHER GRASS - STIPA TENUISSIMA
- c. PERENNIALS - 1 GAL. to 3 GAL. - 28" TO 30" HEIGHT
  - NEW GOLD LANTANA - LANTANA CAMARA
  - CHERRY SAGE - SALVIA GREGGII
  - MEXICAN HEATHER - CUPHEA HYSSOPIFOLIA
  - MEXICAN BUSH SAGE - SALVIA LEUCANTHA
  - TRAILING LANTANA - LANTANA MONTEVIDENSIS
  - MEALY BLUE SAGE - SALVIA FARINACEA
- d. VINES & GROUND COVERS - 4" POT 1 GAL. to 3 GAL. - 12" TO 18" HEIGHT
  - ASIAN JASMINE - TRACHELOSPERMUM ASIATICUM
  - 'BIG BLUE' LIRIOPE - LIRIOPE MUSCARI
  - GIANT LIRIOPE - LIRIOPE GIGANTEA
  - CLIMBING FIG - FICUS PUMILA
  - CAROLINA JESSAMINE - GELSEMIUM SEMPERVIRENS
  - MONKEY GRASS - OPHIOPOGON JAPONICA
  - STAR JASMINE - TRACHELOSPERMUM JASMINOIDES
  - CORAL HONEYSUCKLE - LONICERE SEMPERVIRENS

NOTE: ALL PLANTS TO BE CONSISTANT WITH CORR APPROVED PLANT LIST

# User - Lot 1

## Representative Plant Palette

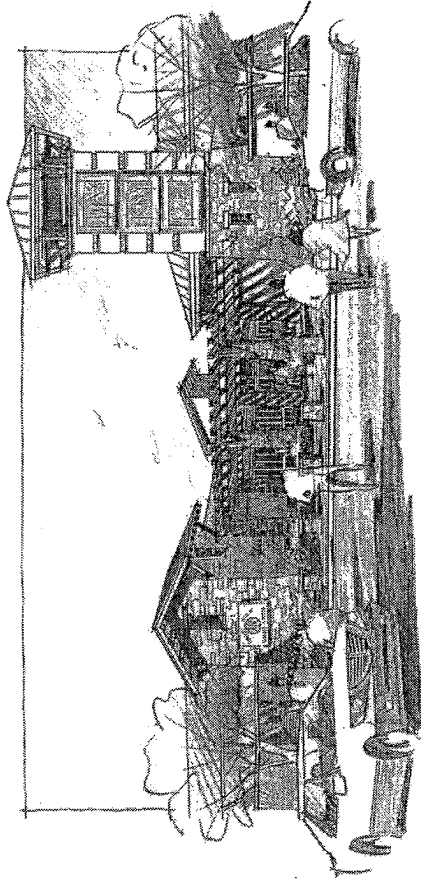
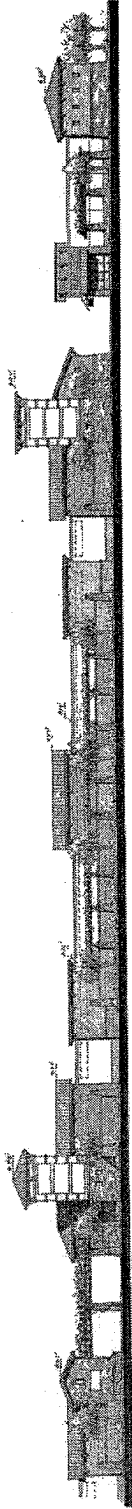
### EXHIBIT C-7



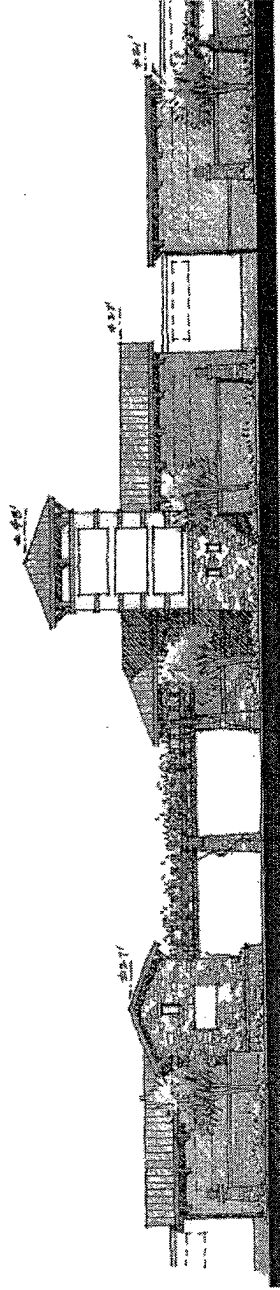
Planning &  
Architecture  
102 West Park  
Round Rock, Texas 78684  
512.238.8912 phone

DATE: AUGUST 2, 2005

All information shown is based from sources deemed reliable and is subject to change.



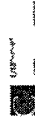
VIEW AT MAIN ENTRY



VIEW FROM PARKING & IH-35 NORTH

SIMON

• ROUND ROCK PREMIUM OUTLETS •

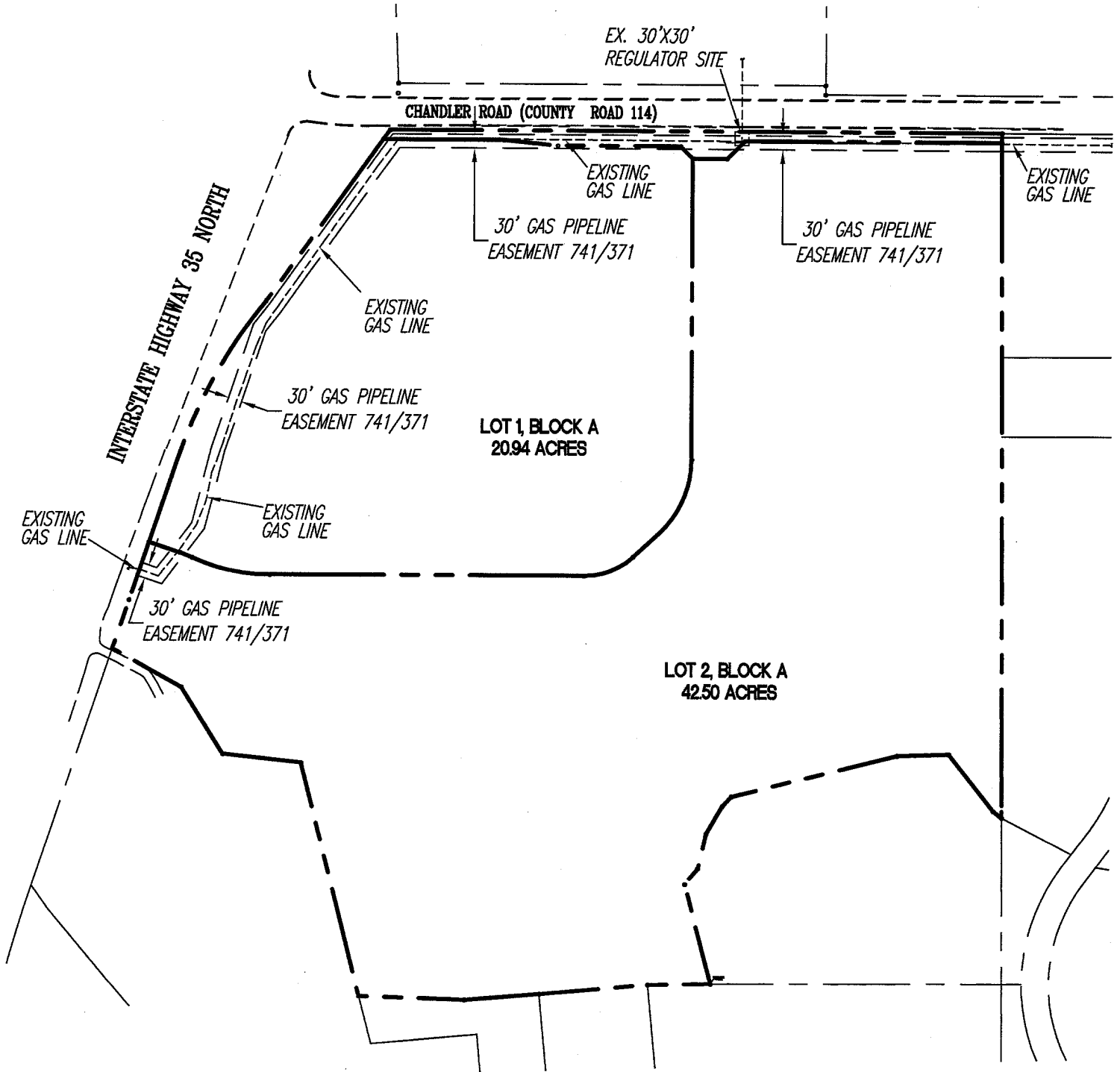


US Bank Home Mortgage  
 US Bank

# EXHIBIT C-8: Masonry Theme for PUD's 59 and 60

# EXHIBIT C-9

## EXISTING GAS LINE & EASEMENT

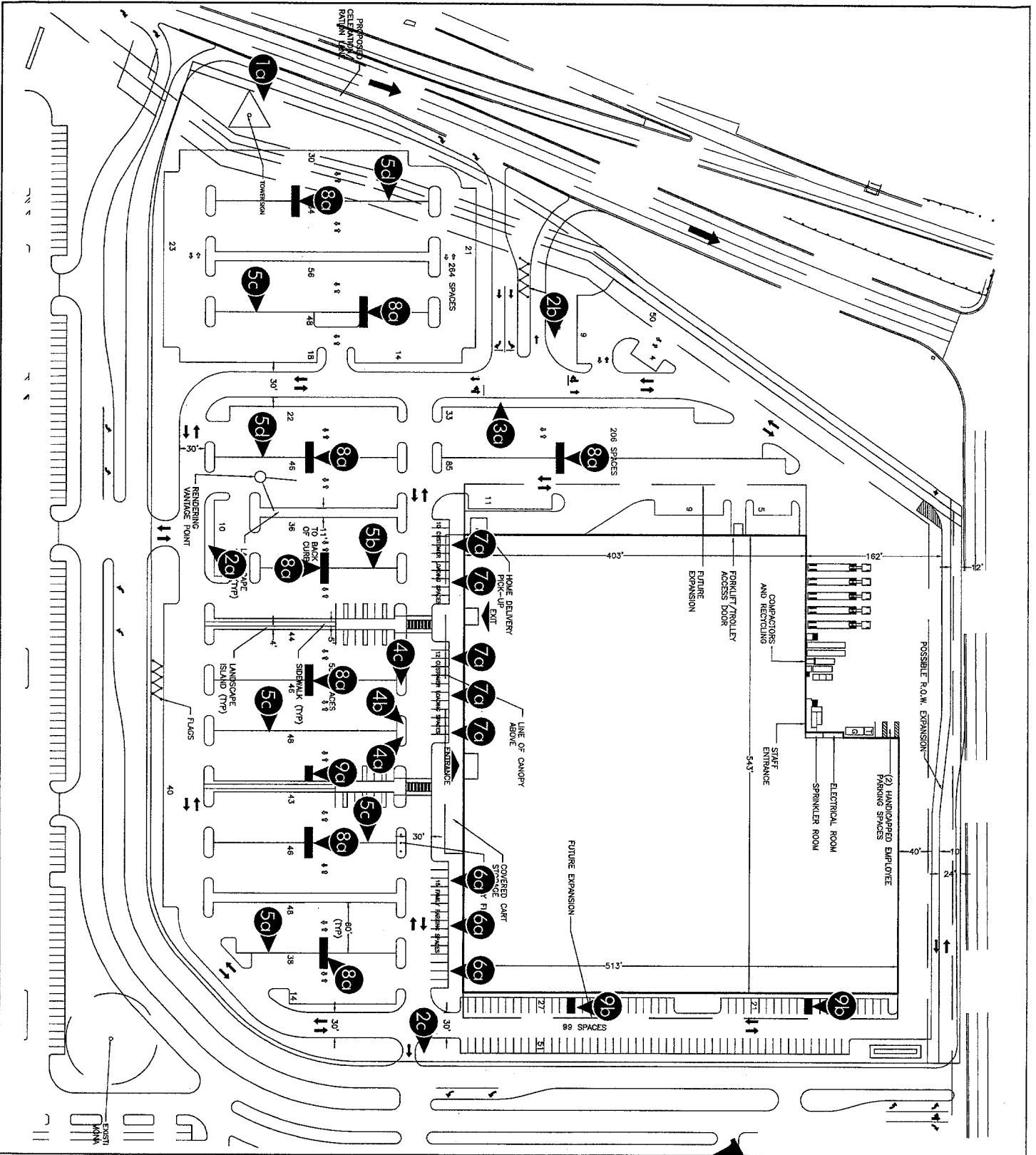




## **EXHIBIT D**

### **SIGNAGE**

- Exhibit "D-1" Signage Locations (Signs 1a - 9b)
- Exhibit "D-2" Signage Locations (Signs 10a -10c, Flags, Highway Sign)
- Exhibit "D-3" Sign Dimensions (Signs 1a - 8a)
- Exhibit "D-4" Sign Dimensions (Sign 9)
- Exhibit "D-5" Sign Example Content (Signs 1a - 4c)
- Exhibit "D-6" Sign Example Content (Signs 5a - 9b)
- Exhibit "D-7" Parking Aisle Identification Signs
- Exhibit "D-8" Flags
- Exhibit "D-9" Highway Sign
- Exhibit "D-10" Building Signage

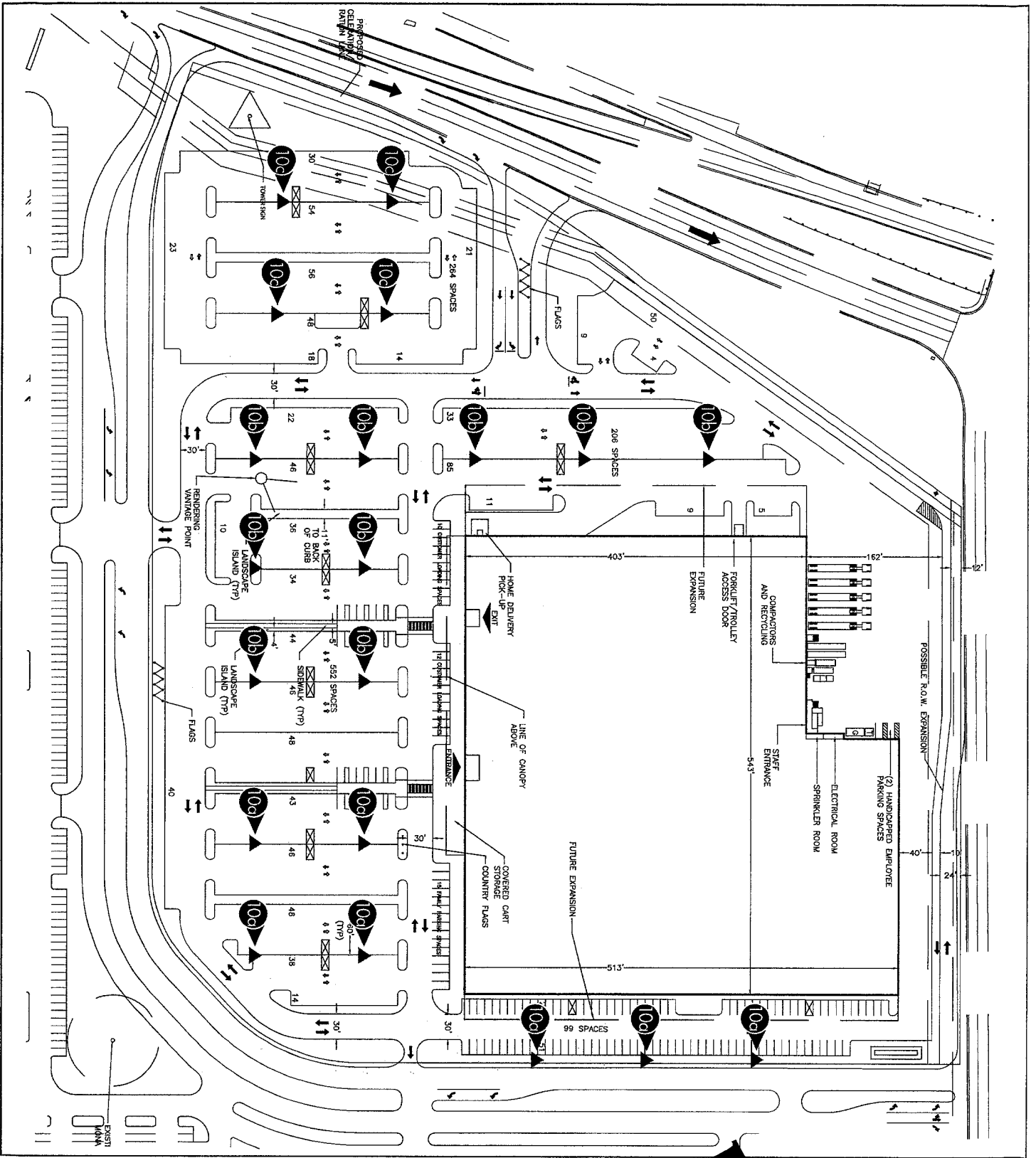


**DRAFT**

**USER**  
ROUND ROCK, TEXAS

Prepared By: Scott Hamilton  
Date Revised: 12/28/2014

SHEET TITLE:  
Signage Locations  
NOT TO SCALE  
Exhibit D-1



**DRAFT**

Prepared by: Scott Brantner  
 Date: 12-20-2004  
 Call Number: 12-20-2004

**USER**  
 ROUND ROCK, TEXAS

SHEET TITLE  
**Signage Locations**  
 NOT TO SCALE  
**Exhibit D-2**

Prepared by: Scott Hamilton  
 Lead Designer: 12/20/2004

**DRAFT**

**USER**  
 ROUND ROCK, TEXAS

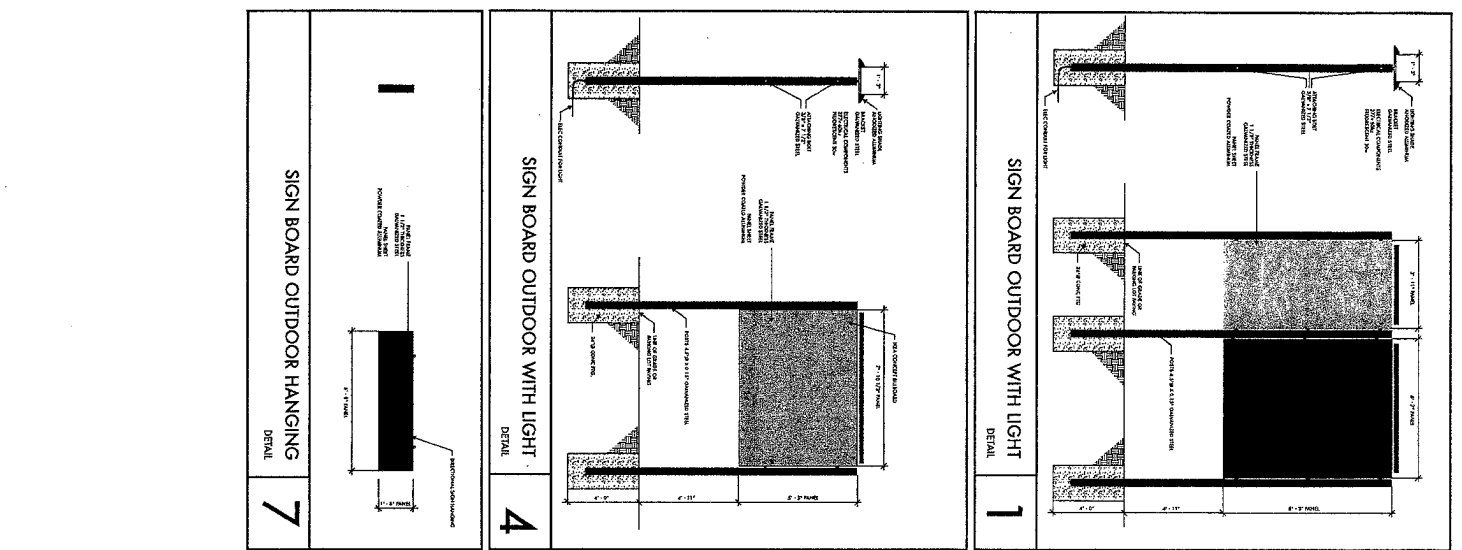
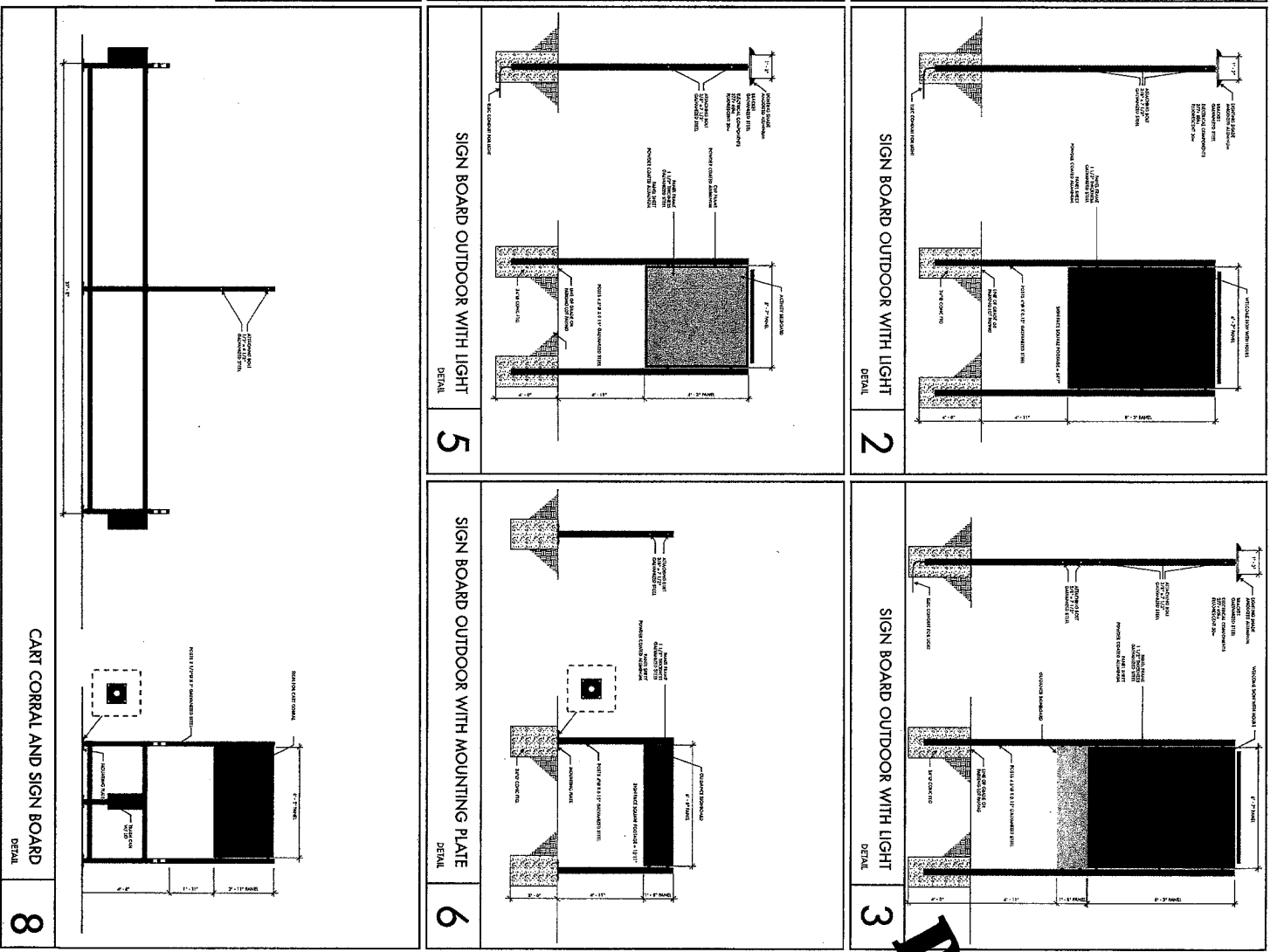
SHEET TITLE

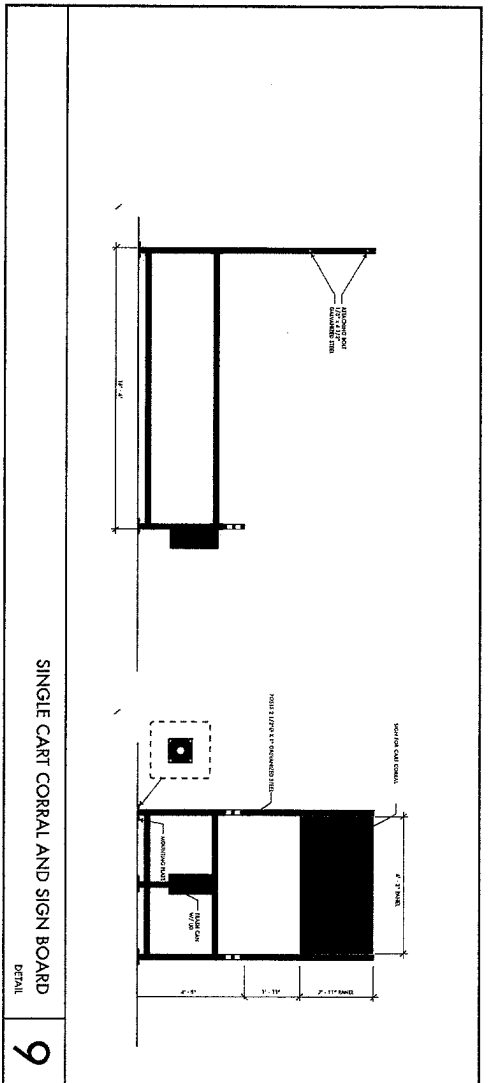
Sign  
 Dimensions

SHEET #

NOT TO SCALE

Exhibit D-3





9

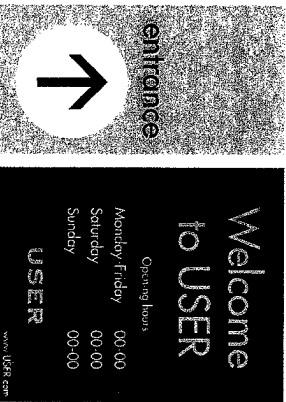
**DRAFT**

Prepared by: Scott Remington  
 Date: 12/20/2004  
 User: Remington


**USER**  
 ROUND ROCK, TEXAS

SHEET TITLE:  
 Sign  
 Dimensions  
 NOT TO SCALE  
 SHEET #  
 Exhibit D-4

front



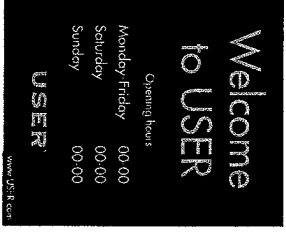
back



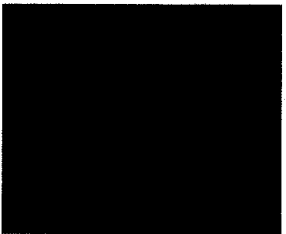
SIGN BOARD OUTDOOR WITH LIGHT  
COMMUNICATION LAYOUT

**1a**

front




back



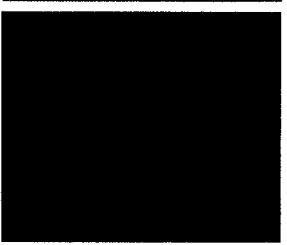
SIGN BOARD OUTDOOR WITH LIGHT  
COMMUNICATION LAYOUT

**2a**

front




back



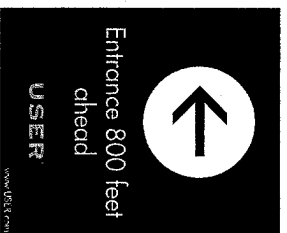
SIGN BOARD OUTDOOR WITH LIGHT  
COMMUNICATION LAYOUT

**2b**

front



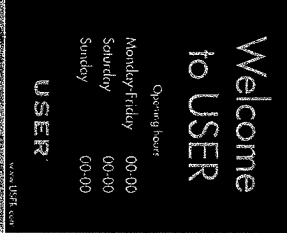
back



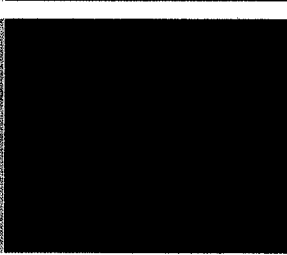
SIGN BOARD OUTDOOR WITH LIGHT  
COMMUNICATION LAYOUT

**2c**

front




back




SIGN BOARD OUTDOOR WITH LIGHT  
COMMUNICATION LAYOUT

**3a**

front




back




SIGN BOARD OUTDOOR  
COMMUNICATION LAYOUT

**4a**

front




back




SIGN BOARD OUTDOOR  
COMMUNICATION LAYOUT

**4b**

front



back



SIGN BOARD OUTDOOR WITH MOUNTING PLATE  
COMMUNICATION LAYOUT

**4c**

Prepared by: Sean Hamilton  
Last Revised: 12-01-2004

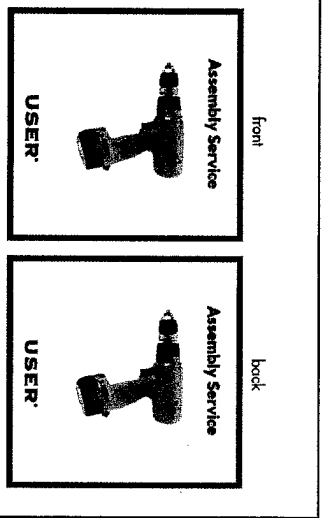
**DRAFT**

**USER**  
ROUND ROCK, TEXAS

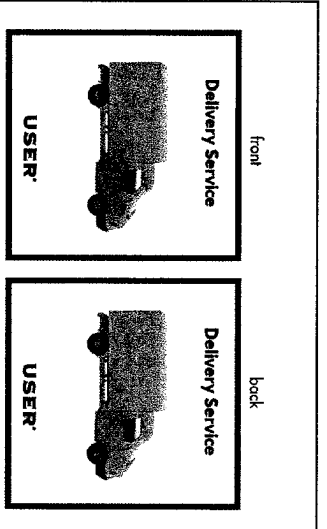
SHEET TITLE  
Sign  
Example Content  
NOT TO SCALE

SHEET #  
Exhibit D-5

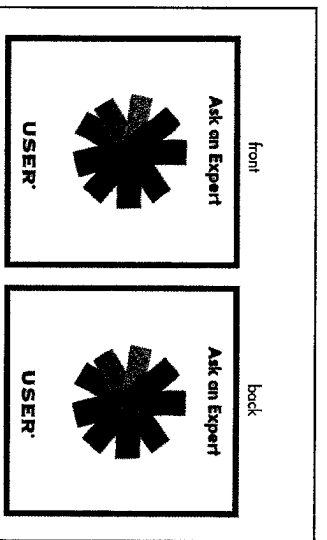
**DRAFT**



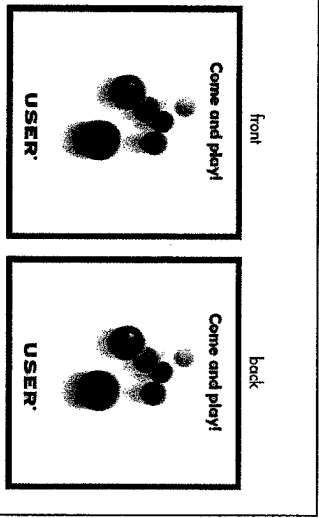
SIGN BOARD OUTDOOR WITH MOUNTING PLATE  
COMMUNICATION LAYOUT 5a



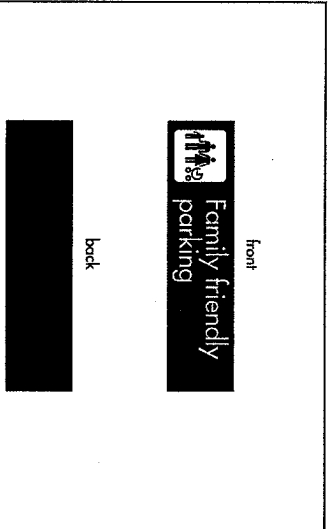
SIGN BOARD OUTDOOR WITH MOUNTING PLATE  
COMMUNICATION LAYOUT 5b



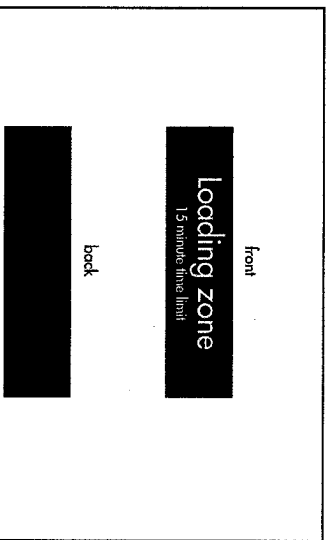
SIGN BOARD OUTDOOR WITH MOUNTING PLATE  
COMMUNICATION LAYOUT 5c



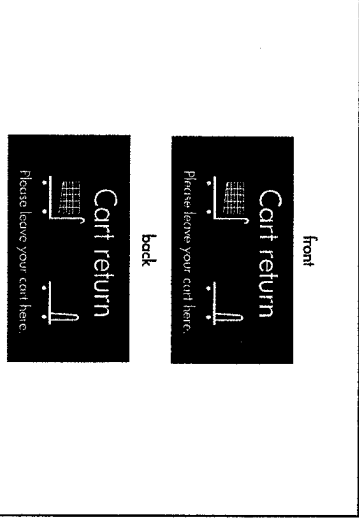
SIGN BOARD OUTDOOR WITH MOUNTING PLATE  
COMMUNICATION LAYOUT 5d



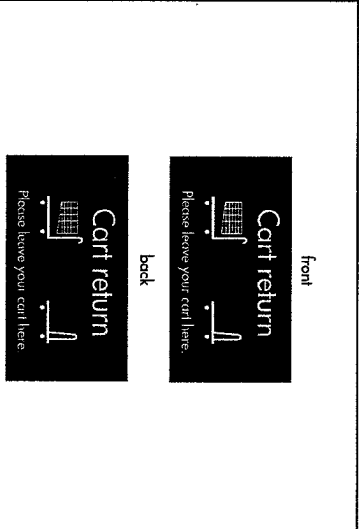
SIGN BOARD HANGING OUTDOOR  
COMMUNICATION LAYOUT 6a



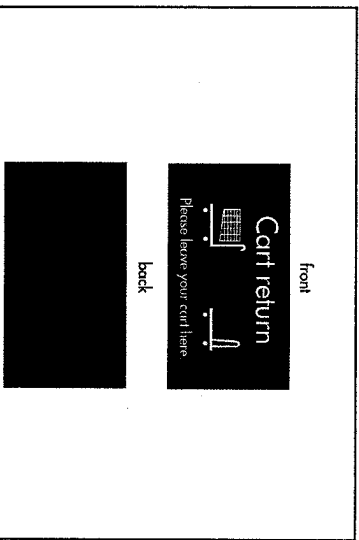
SIGN BOARD OUTDOOR  
COMMUNICATION LAYOUT 7a



DOUBLE CART CORRAL AND SIGN BOARD  
COMMUNICATION LAYOUT 8a

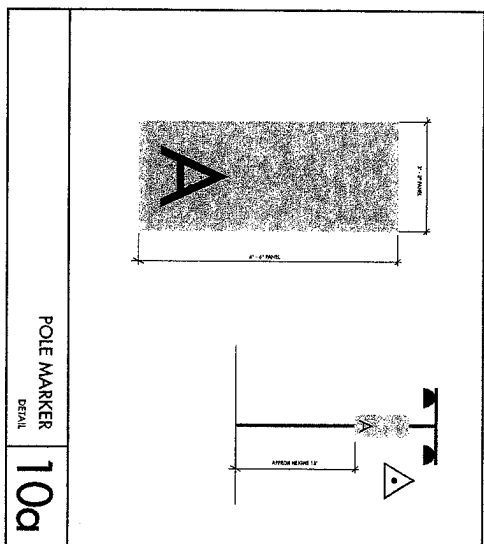


SINGLE CART CORRAL AND SIGN BOARD  
COMMUNICATION LAYOUT 9a

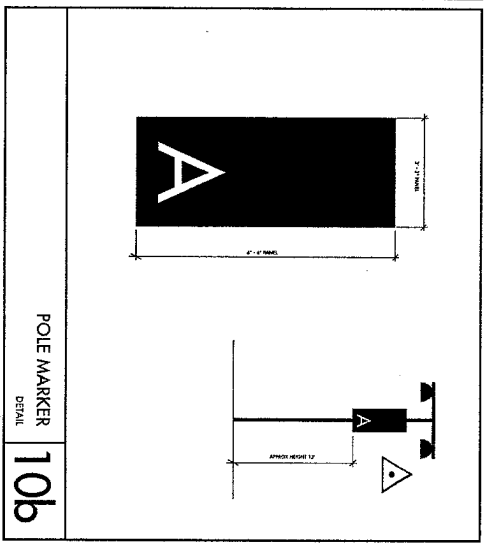


SINGLE CART CORRAL AND SIGN BOARD  
COMMUNICATION LAYOUT 9b

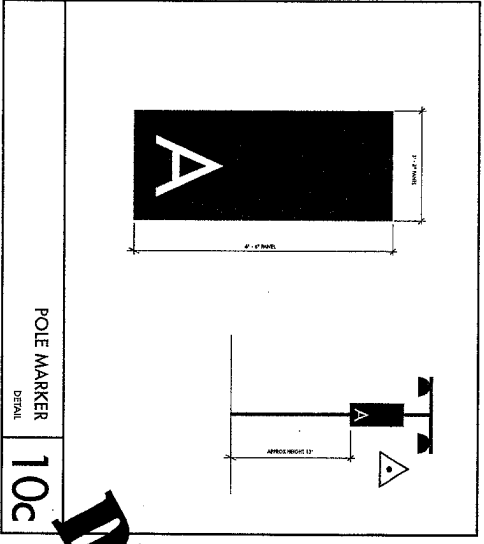
**USER**  
ROUND ROCK, TEXAS



POLE MARKER  
DETAIL  
**10a**



POLE MARKER  
DETAIL  
**10b**



POLE MARKER  
DETAIL  
**10c**

Prepared by Scott Heston  
 12/15/2004  
 Last Revised 12/20/2004

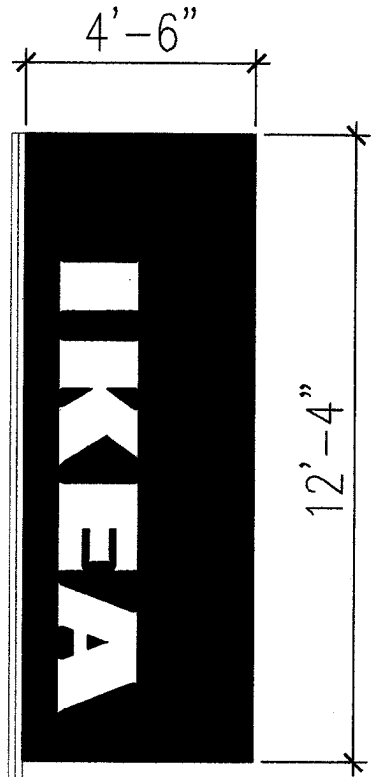
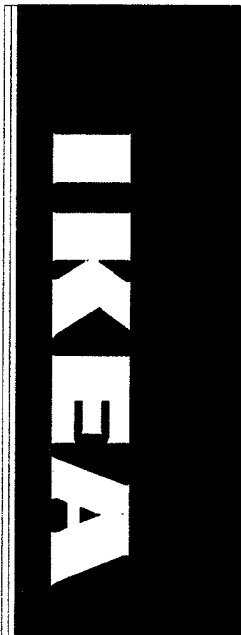
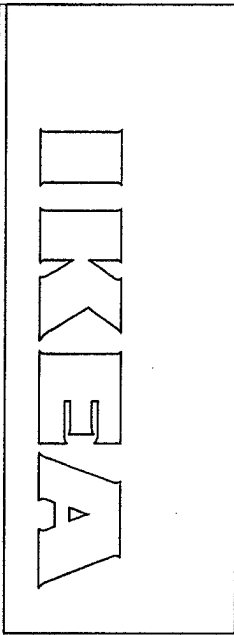
**DRAFT**

**USER**  
 ROUND ROCK, TEXAS

SHEET TITLE:  
 Parking  
 Aisle Identification  
 Signs  
 NOT TO SCALE  
 SHEET #  
**Exhibit D-7**

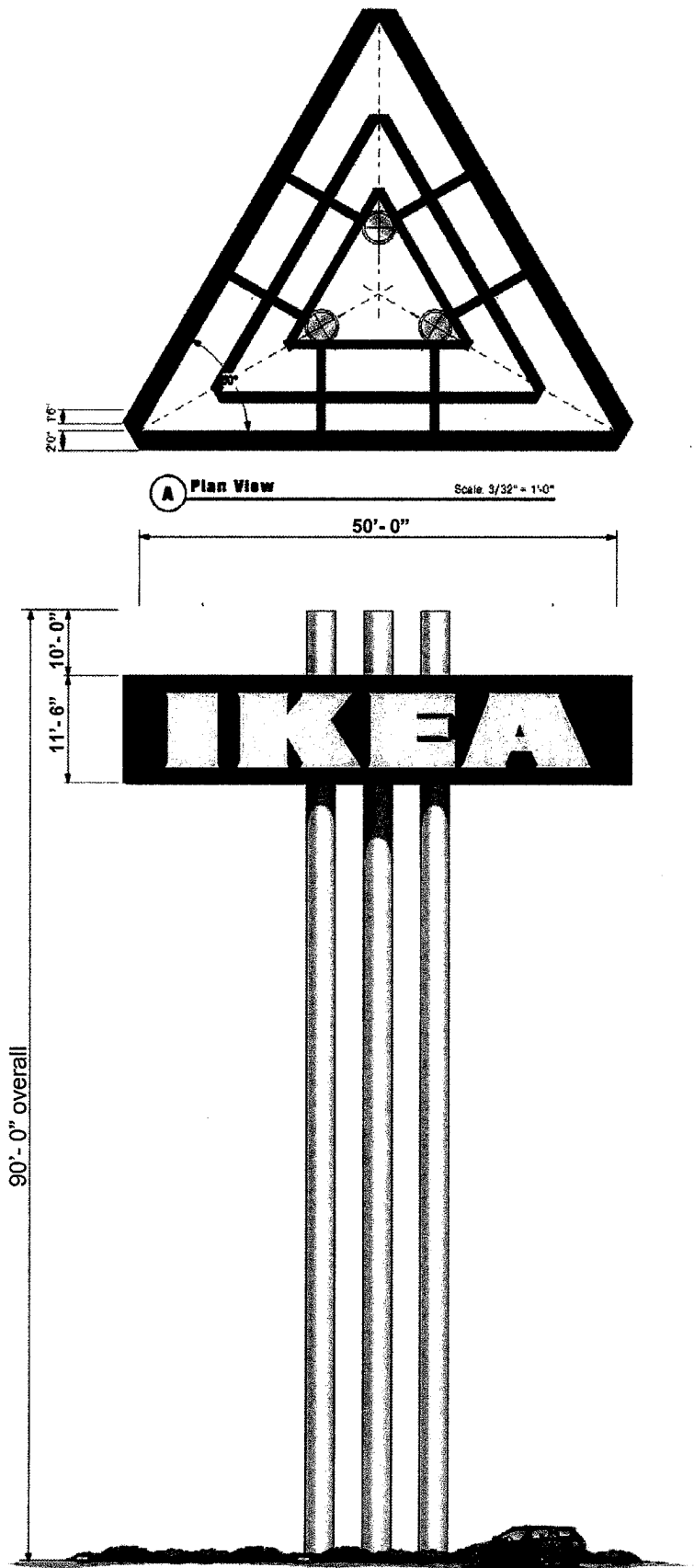


26'-2"



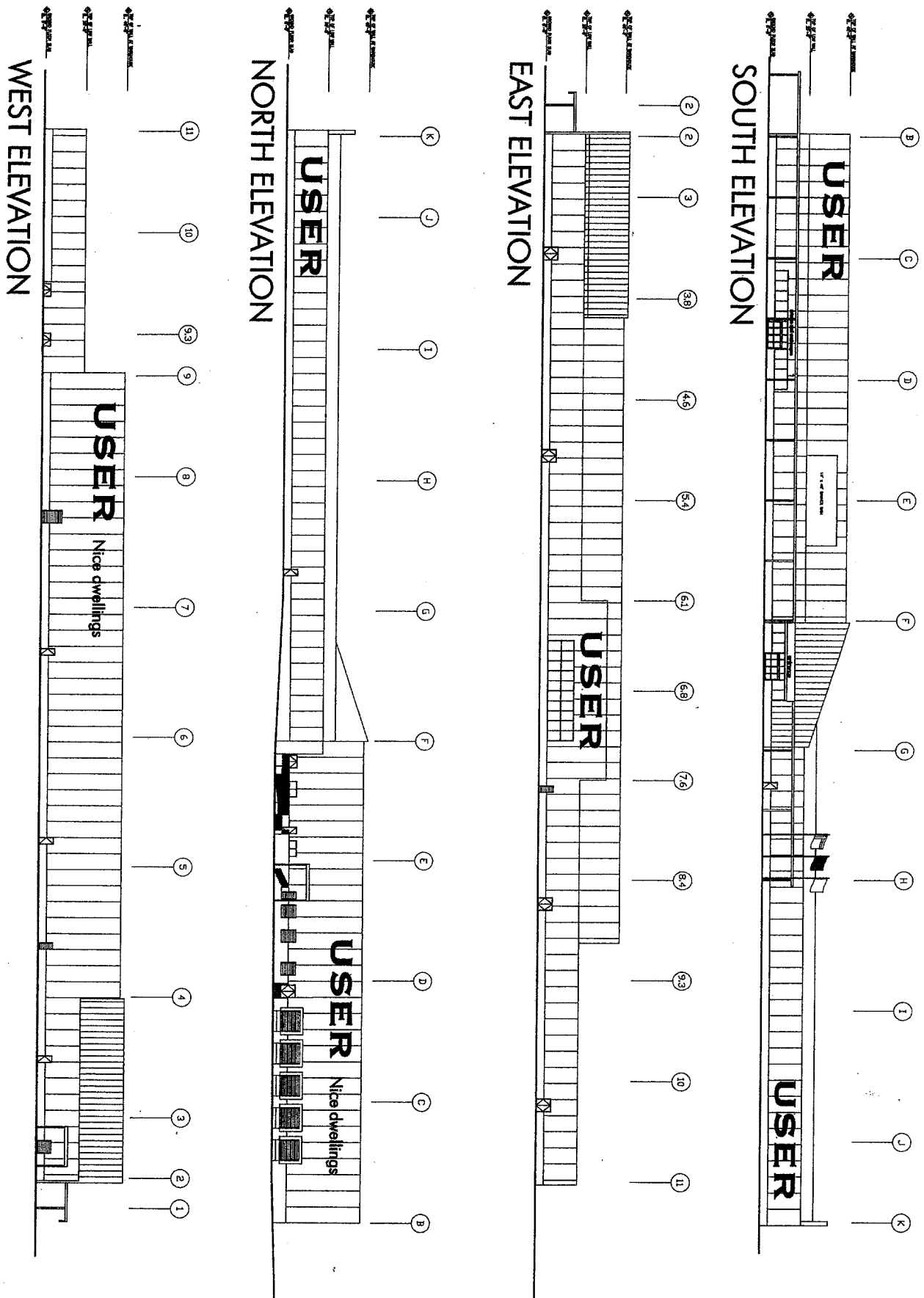
**FLAGS**

**EXHIBIT D-8**



**HIGHWAY SIGN**

**EXHIBIT D-9**

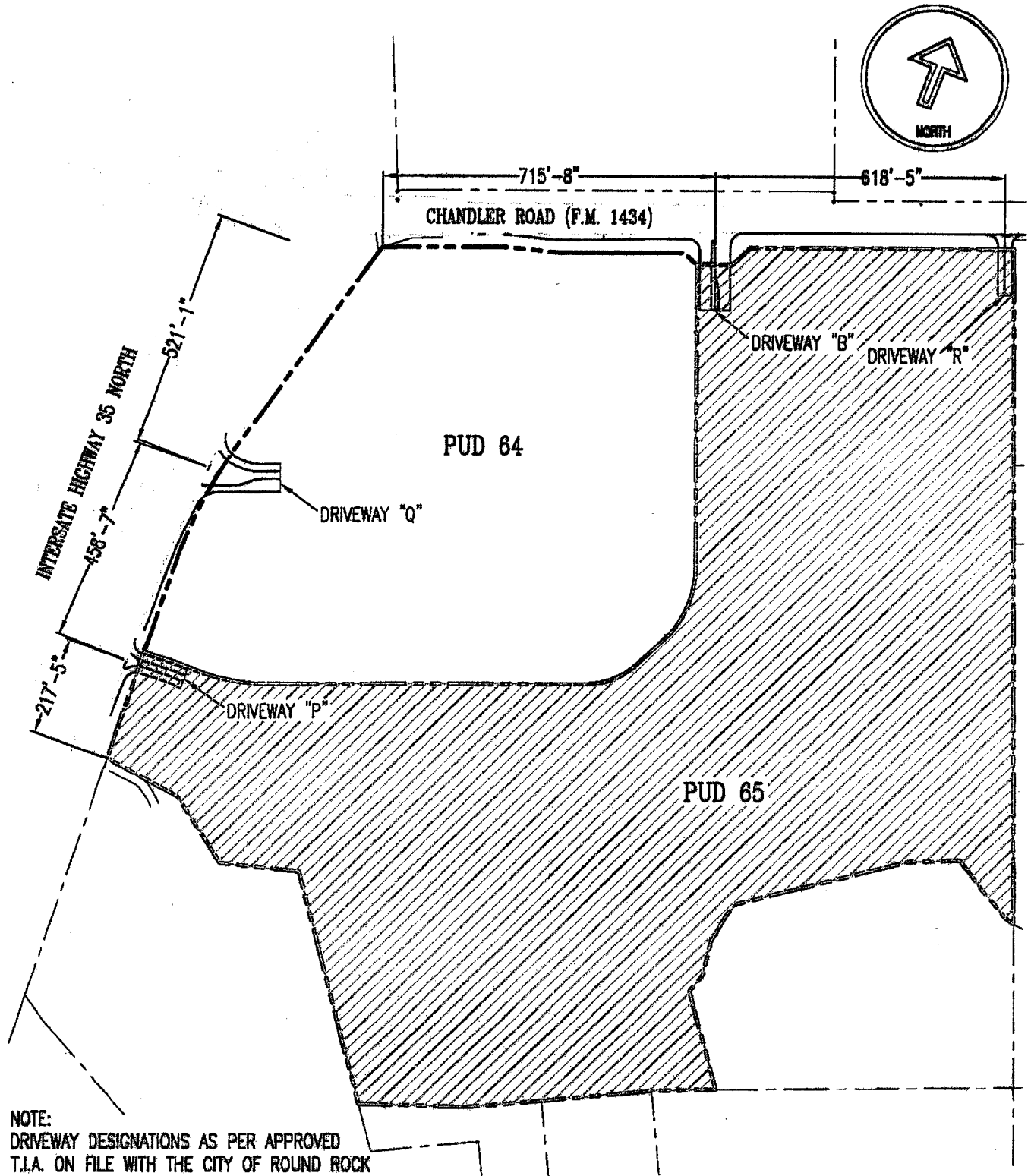


**BUILDING SIGNAGE**

**EXHIBIT D-10**

# DRIVEWAY ACCESS

# EXHIBIT E



NOTE:  
DRIVEWAY DESIGNATIONS AS PER APPROVED  
T.I.A. ON FILE WITH THE CITY OF ROUND ROCK  
DIRECTOR OF TRANSPORTATION SERVICES

**AFFIDAVIT OF SALE**

**BEFORE ME**, the undersigned authority personally appeared Jeffrey S. Newberg, known to me to be the person whose name is subscribed to this Affidavit, Exec. V.P. of EGP Retail Management, LLC, general partner of McNeil Retail, Ltd. (the assignee of Cerco Development, Inc.), which entity purchased the approximately 20.94 acres described in City of Round Rock PUD No. 64 (the "Property"), who being duly sworn, on oath, deposed and stated the following:

1. My name is Jeffrey S. Newberg. I am above the age of 18 years, of sound mind, have never been convicted of a felony or crime of moral turpitude, and am fully qualified to make this Affidavit.

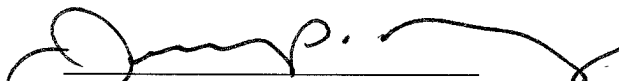
2. I am authorized to make this Affidavit in the capacity of Exec. V.P. of EGP Retail Management, LLC, a Texas limited liability company, general partner of McNeil Retail, Ltd., a Texas limited partnership, owner of the Property that is described in the attached Exhibit "A" ("Owner").

3. I have personal knowledge of the facts contained herein as Exec. V.P. of the general partner of the Owner of the Property. On the basis of my personal knowledge, after diligent inquiry, I hereby attest that, as of the date of this Affidavit:

On September 15, 2005, the "Sale" described in City of Round Rock PUD No. 64, Section II.3 occurred, pursuant to which Sale the Owner purchased the Property from McNeil Consumer & Specialty Pharmaceuticals, a division of McNeil-PPC.

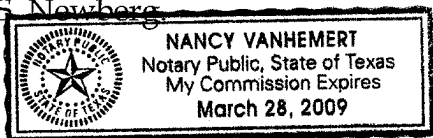
SIGNED, this 19<sup>th</sup> day of September, 2005.

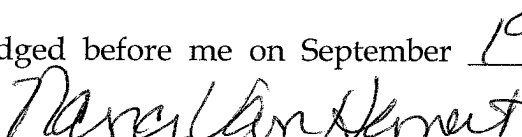
**AFFIANT:**

  
\_\_\_\_\_  
Jeffrey S. Newberg

STATE OF TEXAS                   §  
  §  
COUNTY OF TRAVIS           §

Subscribed, sworn to, and acknowledged before me on September 19, 2005, by Jeffrey S. Newberg.



  
\_\_\_\_\_  
Notary Public, State of TX

**FILED AND RECORDED**

OFFICIAL PUBLIC RECORDS 2005084111

*Nancy E. Rister*

10/20/2005 04:35 PM

CARRILLO \$236.00

NANCY E. RISTER, COUNTY CLERK

WILLIAMSON COUNTY, TEXAS

Please record & return to:  
221 E. main St  
Round Rock, TX 78664