

ORDINANCE NO. Z-06-11-21-9B2

AN ORDINANCE AMENDING THE OFFICIAL ZONING MAP OF THE CITY OF ROUND ROCK, TEXAS ADOPTED IN SECTION 11.401(2)(a), 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 ORIGINALLY ZONE 27.5 ACRES OF LAND, LOCATED WEST OF RED BUD LANE AND NORTH OF GATTIS SCHOOL ROAD, IN ROUND ROCK, WILLIAMSON COUNTY, TEXAS, AS PLANNED UNIT DEVELOPMENT (PUD) NO. 69.

WHEREAS, the City of Round Rock, Texas has recently annexed 27.5 acres of land, located west of Red Bud Lane and north of Gattis School Road, in Round Rock, Williamson County, Texas, being more fully described in Exhibit "A" (the "Property"), attached hereto and incorporated herein, and

WHEREAS, the Planning and Zoning Commission held public hearings concerning the original zoning of the Property on the 20th day of September, 2006, and on the 25th day of October, 2006, following lawful publication of the notice of said public hearings, and

WHEREAS, after considering the public testimony received at such hearings, the Planning and Zoning Commission has recommended that the Official Zoning Map be amended so that the Property in Exhibit "A" be originally zoned as Planned Unit Development (PUD) No. 69, and

WHEREAS, on the 21st day of November, 2006, after proper notification, the City Council held a public hearing on the proposed 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 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 CITY COUNCIL OF THE CITY OF ROUND ROCK, TEXAS:

I.

That the City Council has hereby determined the Planned Unit Development (PUD) No. 69 meets the following goals and objectives:

- (1) The development in PUD No. 69 is equal to or superior to development that would occur under the standard ordinance requirements.
- (2) P.U.D. No. 69 is in harmony with the general purposes, goals, objectives and standards of the General Plan.
- (3) P.U.D. No. 69 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. 69 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. 69 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. 69, and that the Mayor is hereby authorized and directed to enter into the Development Plan for PUD No. 69 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 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 21 day of November, 2006.

Alternative 2.

READ and APPROVED on first reading this the _____ day of _____, 2006.

READ, APPROVED and ADOPTED on second reading this the _____ day of _____, 2006.



NYLE MAXWELL, Mayor
City of Round Rock, Texas

ATTEST:

Christine R. Martinez
CHRISTINE R. MARTINEZ, City Secretary



DESCRIPTION OF PROPERTY

The Property consists of Tracts 1, 2, 3, 4, 5, 6, 7, 8, 9, 11 and 12 of the unrecorded subdivision of Highland Terrace, as more particularly described in the following field notes.

TRACT 1

EXHIBIT "A"

TRACT 1

BEING 2.4826 acres of land in the Joseph Marshall Survey, Abstract No. 409, in Williamson County, Texas, and being Lot 1 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947 from Paul T. Brown and Wife Flossie Brown to M. H. Freeman and wife Vera Maurine Freeman, of record in Volume 343, Page 229 of the Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin set in the South boundary line of said Marshall Survey marking the Southwest corner of said Lot 1, said point also being the Southwest corner of said 30.00 acre tract and the Southwest corner of said 76.00 acre tract, said point bears WEST, 859.31 feet from the Southeast corner of said Marshall survey;

THENCE, with the fence along the West boundary line of said 30.00 acre tract, N 00° 18' 00" W, 252.96 feet to an iron pin set for the Northwest corner hereof, said point also being the Southwest corner of Lot 3 of said 30.00 acre tract;

THENCE, leaving said West line and continuing along the North boundary line hereof, S 89° 55' 00" E, 428.88 feet to an iron pin set for the Northeast corner hereof, said point also being the common corner of Lots 1, 2, 3, and 4 of said 30.00 acre tract;

THENCE, along the common boundary line of Lots 1 and 2 of said 30.00 acre tract, S 00° 05' 00" W, 252.34 feet to an iron pin set on the South boundary line of said 30.00 acre tract for the Southeast corner hereof, said point also being the Southwest corner of Lot 2 of said 30.00 acre tract;

THENCE, leaving the East boundary line hereof, WEST, 427.18 feet to the POINT OF BEGINNING, containing 2.4826 acres of land more or less.

TRACT 2

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EXHIBIT "A"

SURVEY NO. 89005
2.500 ACRES

BEING 2.500 ACRES OF LAND OUT OF THE JOSEPH MARSHALL SURVEY ABSTRACT NO. 409, SITUATED IN WILLIAMSON COUNTY, TEXAS, BEING LOT 2 OF HIGHLAND TERRACE, AN UNRECORDED SUBDIVISION, AND BEING ALL OF THAT CERTAIN 2.500 ACRE TRACT OF LAND CALLED TRACT 1 DESCRIBED IN VOLUME 855, PAGE 340, WILLIAMSON COUNTY DEED RECORDS, SAID 2.500 ACRES OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at an iron rod found on the west right-of-way line of County Road No. 122, being the southeast corner of the said Lot 2, for the southeast corner hereof;

THENCE, with the south line of the said Lot 2, N89°57'22"E, 432.18 feet to an iron rod found at the southwest corner of said Lot 2, being the southeast corner of Lot 1, for the southwest corner hereof;

THENCE, with the west line of said Lot 2, N00°05'33"E, at 227.15 feet passing an iron rod found, continuing on, in all, a total of 252.22 feet to an iron rod found at the northwest corner of said Lot 2, being the southwest corner of Lot 4, for the northwest corner hereof;

THENCE, with the north line of said Lot 2, being the south line of said Lot 4, S89°53'43"E, 432.14 feet to an iron rod found on the west line of the said County Road No. 122, at the northeast corner of said Lot 2, being the southeast corner of said Lot 4, for the northeast corner hereof;

THENCE, with the west line of the said County Road No. 122, S00°05'00"W, at 24.83 feet passing an iron rod found, continuing on, in all, a total of 251.76 feet to the PLACE OF BEGINNING, containing 2.500 acres of land, more or less.

CRENSHAW ENGINEERING, INC.

Paul L. Easley
Paul L. Easley, Registered
Public Surveyor No. 4432



1-10-89
Date

James H. Bogle
COUNTY CLERK

FILED FOR RECORD
WILLIAMSON COUNTY, TX.
1989 JAN 24 PM 2:40

STATE OF TEXAS COUNTY OF WILLIAMSON
I hereby certify that this instrument was FILED
on the date and at the time stamped hereon
by me; and was duly RECORDED, in the Volume
and Page of the named RECORDS of Williamson
County, Texas, as stamped hereon by me, on

JAN 25 1989



James H. Bogle
COUNTY CLERK
WILLIAMSON COUNTY, TEXAS

TRACT 3

EXHIBIT "A"

BEING A 2.487 ACRE TRACT OF LAND OUT OF THE JOSEPH MARSHALL SURVEY, ABSTRACT NO. 409 IN WILLIAMSON COUNTY, TEXAS, BEING KNOWN AS LOT 3 OF HIGHLAND TERRACE, AN UNRECORDED SUBDIVISION IN WILLIAMSON COUNTY, SAID LOT 3 BEING THE SAME TRACT OF LAND CONVEYED TO KEITH AND LESLIE PETERSON AS RECORDED IN VOLUME 2703, PAGE 297 OF THE OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a 3/8" iron rod found for the Southeast corner of the herein described tract, being the Southeast corner of Said Lot 3 and the common West corner of Lots 2 and 4, same being on the centerline of the West line of a 50' access easement as described in Volume 855, Page 340, Deed Records of Williamson County, Texas, and from which the intersection of the centerline of said access easement with the West line of County Road No. 122 bears, S 89°55'00"E, 432.13 feet;

THENCE N 89°55'00"W (BEARING BASIS) along the common line between the herein described tract and Lot 1 of said Highland Terrace unrecorded subdivision for a distance of 428.73 feet to a 3/8" iron rod found on the East line of that certain J. Lawrence Berkman tract recorded in Volume 465, Page 308, Deed Records of Williamson County, for the Southwest corner of the herein described tract;

THENCE N 00°21'31"W along the common line between said Berkman tract and the herein described tract for a distance of 252.18 feet to a 1/2" iron rod found for the Northwest corner of hereof, same being the Southwest corner of Lot 5 of said Highland Terrace as conveyed to M.D. Clark in Volume 2513, Page 775, Official Records of Williamson County, Texas;

THENCE S 89°54'44"E (BEARING BASIS) along the common line between said Lot 5 and the herein described tract for a distance of 430.46 feet to a 1/2" iron rod found for the Northeast corner hereof, same being the Northwest of the aforementioned Lot 4, Highland Terrace, as conveyed to M.D. Clark, recorded in Volume 2154, Page 7881 of the Official Records of Williamson County, Texas;

THENCE S 00°02'05"W along the common line between Lot 4 and the herein described tract, passing a 1/2" iron rod found at the Northwest corner of said 50' access easement a distance of 226.95' feet and continuing for a total distance of 252.14 feet to the **POINT OF BEGINNING** of the herein described tract and containing 2.487 acres of land.



Donald M. Cookston 2/4/97
Donald M. Cookston
Registered Professional Land Surveyor, No. 4733



COOKSTON & ASSOC.
SURVEYING & MAPPING

608 Spring Hill Lane, Suite 110 - Pflugerville Texas 78660
Office: (512) 252-9737 - FAX: (512) 252-9533

TRACT 4

2.50 acres of land being that same property granted to Morris D. Clark and recorded in Volume 2154, Page 788, Official Public Records of Williamson County, Texas, said property is referred to in the Clark Deed as "sometimes known as Lot 4 Highland Terrace an unrecorded subdivision in Williamson County, Texas" said 2.50 acres being more particularly described by metes and bounds as follows:

BEGINNING at a ½" iron rod found at the southwest corner of the Clark property, said rod is a common corner the Carlin tract (V.1747 P. 414), the Rasafar and Leo tract. (Doc. 20033015931) and the Sohns tract (Doc. 9806771), same being the Southwest corner of the herein described tract and the P.O.B. hereof

THENCE, along the dividing line of the Clark and Sohns tracts N 00° 05' 27" E, (bearing basis) 252.05 ft. to a ½" iron rod found at the common corner of said tracts, same being a common corner of two other Morris D. Clark tracts (both recorded in V. 2153 Pg.775), for the Northwest corner hereof

THENCE, along the North line of the herein described tract, S 89° 42' 02" E, 432.13 ft. to the Northeast corner hereof (no monument recovered) being on the West r-o-w line of Red Bud Lane, and from which a ½" capped iron rod found as a witness to the Northeast corner bears N 89° 42' 02" W, 38.19 ft.

THENCE along the East line at the herein described tract and the West r-o-w line of Red Bud Lane, S 00° 05' 25" W, 250.55 ft., to the Southeast corner hereof (no monument recovered), and from which a ½" capped iron rod found as a witness to the Southeast corner bears, N 89° 54' 00" W, 36.28 ft.

THENCE, along the dividing line of the above said Clark and Carlin tracts, N 89° 54' 00" W, 432.13 ft. to the P.O.B.

TRACT 5

BEING 2.4958 acres of land in the Joseph Marshall Survey, Abstract No. 409, in Williamson County, Texas, and being Lot 5 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947 from Paul T. Brown and wife, Flossie Brown, to M. H. Freeman and wife, Vera Maurine Freeman, of record in Volume 343, Page 229 of the Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin in the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract marking the Southwest corner of said Lot 5, said point bears WEST, 859.31 feet and N 00° 18' 00" W, 504.98 feet from the Southeast corner of said survey'

THENCE, with the fence along the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract, N 00° 18' 00" W, 252.02 feet to an iron pin set for the Northwest corner hereof, said point also being the Southwest corner of Lot 7 of said 30.00 acre tract;

THENCE, leaving the West boundary hereof, and continuing along the common boundary line of Lots 5 and 7, S 89° 55' 00" E, 432.25 feet to an iron pin for the Northeast corner hereof, said point also being the common corner of Lots 5, 6, 7 and 8 of said 30.00 acre tract;

THENCE, along a common boundary line of Lots 5 and 6, S 00° 05' 00" W, 252.01 feet to an iron pin for the Southeast corner hereof, said point also being the common corner of Lots 3, 4, 5 and 6;

THENCE, along the common boundary line of Lots 5 and 3, N 89° 55' 00" W, 430.56 feet to the POINT OF BEGINNING, containing 2.4958 acres of land more or less.

TRACT 6

BEING 2.50 acres of land in the Joseph Marshall Survey, Abstract No. 409 in Williamson County, Texas, being Lot 6 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947, from Paul T. Brown and wife, Flossie Brown, to M. H. Freeman and wife, Vera Maurine Freeman, of record in Volume 343, Page 229 of the Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin found in the west Right-of-way line of County Road 122, also being on the East boundary of said 30.00 acre tract, said point bears N 00° 05' 00" E, 755.73 feet from the common Southeast corner of said 30.00 acre tract, said 76.00 acre tract and said survey for the Northeast corner hereof, said Point B, said Point also being the center line of a 50.00 foot wide easement;

THENCE, with the common East line of said 30.00 acre tract, said 76.00 acre tract and said survey, said line also being the West Right-of-way line of said County road, S 00° 05' 00" W at 25.00 feet pass an iron pin set for the Southeast corner of a 50.00 foot wide easement, 252.40 feet to Point A, being an iron pin set for the Southeast corner of said lot, said point also being the Northeast corner of Lot 4;

THENCE, leaving said line and continuing with the common boundary line of Lots 4 and 6, N 89° 55' 00" W at 15.00 feet pass the Easterly line of a 15.00 foot wide easement described below, 432.13 feet to an iron pin set marking the Southwest corner hereof, said point also being the common corner of Lots 3, 4, 5, and 6;

THENCE, leaving said line and continuing with the common boundary line of Lot 5 and Lot 6, N 00° 05' 00" E, at 227.01 feet pass the Southwest corner of said 50.00 foot wide easement, 252.01 feet to an iron pin set for the Northwest corner hereof, said point also being the center line of said 50.00 foot wide easement, said point also being the common corner of Lots 5, 6, 7 and 8;

THENCE, leaving said line and continuing with the common boundary line of Lot 6 and Lot 8, N 89° 55' 00" E, at 417.00 feet pass the Easterly line of said 15.00 foot wide easement, 432.13 feet to the POINT OF BEGINNING, containing 2.50 acres of land more or less, (the "Property").

TRACT 7

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EXHIBIT "A"

TRACT 1:

BEING 2.5055 acres of land in the Joseph Marshall Survey, Abstract No. 409 in Williamson County, Texas, and being Lot 7 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947 from Paul T. Brown and wife, Flossie Brown to M. H. Freeman and wife, Vera Maurline Freeman, of record in Volume 343, Page 229 of the Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin in the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract marking the Southwest corner of said Lot 7, said point bears WEST, 859.31 feet and N 00° 18' 00" W, 757.00 feet from the Southeast corner of said survey;

THENCE, with the fence along the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract, N 00° 18' 00" W, 252.02 feet to an iron pin set for the Northwest corner hereof, said point also being the Southwest corner of Lot 9 of said 30.00 acre tract;

THENCE, leaving said West boundary line hereof and continuing along the common boundary line of Lots 7 and 9, S 89° 55' 00" E, 433.93 feet to an iron pin set for the Northeast corner hereof, said point also being the common corner of Lots 7, 8, 9, and 10 of said 30.00 acre tract;

THENCE, along the common boundary line of Lots 7 and 8, S 00° 05' 00" W, 252.01 feet to an iron pin for the Southeast corner hereof, said point also being the common corner of Lots 5, 6, 7, and 8 of said 30.00 acre tract;

THENCE, along the common boundary lines of Lots 7 and 5, N 89° 55' 00" W, 432.25 feet to the POINT OF BEGINNING, containing 2.5055 acres of land more or less.

TOGETHER WITH THE FOLLOWING DESCRIBED EASEMENT FOR FREE EGRESS AND INGRESS SHALL CONSTITUTE AN APPURTENANCE TO THE SAID PROPERTY HEREIN DESCRIBED, SUCH EASEMENT AND ROADWAY BEING PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

TRACT 8

BEING 2.50 acres of land in the Joseph Marshall Survey, Abstract No. 409 in Williamson County, Texas, being further described as Lot 8 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947, from Paul T. Brown and wife Flossie Brown to M. H. Freeman and wife Vera Maurine Freeman, recorded in Volume 343, Page 229, Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin found in the West Right-of-way line of County Road 122, also being on the East boundary of said 30.00 acre tract, said point bears N 00° 05' 00" E, 1007.74 feet from the common southeast corner of said 30.00 acre tract, said 76.00 acre tract and said survey, for the Northeast corner hereof;

THENCE, with the common East line of said 30.00 acre tract, said 76.00 acre tract, and said survey, said line also being the West Right-of-way line of said County road, S 00° 05' 00" W at 227.01 feet pass an iron pin set for the Northeast corner of a 50.00 foot wide easement, 252.40 feet to Point A, being an iron pin set for the Southeast corner of said lot, said point also being the Northeast corner of Lot 6 and the center line of said easement;

THENCE, leaving said line and continuing with the common boundary line of Lot 6 and Lot 8, also being the center line of said easement, N 89° 55' 00" W at 15.00 feet pass the Easterly line of a 15.00 foot wide easement described below, 432.13 feet to an iron pin set marking the Westerly terminus of said 50.00 foot easement, the common corner of Lots 5, 6, 7, and 8 for the Southwest corner hereof;

THENCE, leaving said line and continuing with the common boundary line of Lots 7 and 8, N 00° 05' 00" E at 25.00 feet pass the Northwest corner of said 50.00 foot easement, 252.01 feet to an iron pin set on the common boundary line of Lot 8 and Lot 10 of said 30.00 acre tract for the Northwest corner hereof;

THENCE, leaving said line and continuing with the common North boundary line of Lot 8 and Lot 10, S 89° 55' 00" E at 417.13 feet pass the Westerly line of said 15.00 foot easement, 432.13 feet to the POINT OF BEGINNING, containing 2.50 acres of land more or less.

TRACT 9

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EXHIBIT "A"

TRACT 3:

BEING 2.5153 ACRES OF LAND IN THE JOSEPH MARSHALL SURVEY, ABSTRACT NO. 409 IN WILLIAMSON COUNTY, TEXAS, AND BEING LOT 9 OUT OF THE SOUTH-30.00 ACRES OF A 76.00 ACRE TRACT OF LAND CONVEYED BY DEED DATED MAY 16, 1947 FROM PAUL T. BROWN AND WIFE, FLOSSIE BROWN TO M. H. FREEMAN AND WIFE, VERA MAURINE FREEMAN, OF RECORD IN VOLUME 343, PAGE 229 OF THE 1947 RECORDS OF SAID COUNTY AND STATE, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at an iron pin in the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract marking the southwest corner of said Lot 9, said point bears West, 859.31 feet and N 00° 18' 00" W, 1009.02 feet from the Southeast corner of said Survey;

THENCE, with the fence along the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract, N 00° 18' 00" W, 252.02 feet to an iron pin set for the Northwest corner hereof, said point also being the Southwest corner of Lot 11 of said 30.00 acre tract;

THENCE, leaving said West boundary line hereof and continuing along the common boundary line of Lots 9 and 11, S 89° 55' 00" E, 435.62 feet to an iron pin set for the Northeast corner hereof, said point also being the common corner of Lots 9, 10, 11 and 12 of said 30.00 acre tract;

THENCE, along the common boundary line of Lots 9 and 10, S 00° 05' 00" W, 252.01 feet to an iron pin set for the Southeast corner hereof, said point also being the common corner of Lots 7, 8, 9 and 10 of said 30.00 acre tract;

THENCE, along the common boundary line of Lots 9 and 7, N 89° 55' 00" W, 433.93 feet to the POINT OF BEGINNING, containing 2.5153 acres of land more or less.

TRACT 11

BEING ALL OF THAT CERTAIN TRACT OR PARCEL OF LAND OUT OF AND A PART OF THE JOSEPH MARSHALL SURVEY ABSTRACT NO. 409, SITUATED IN WILLIAMSON COUNTY, TEXAS, SAID TRACT OF LAND MORE PARTICULARLY DESCRIBED AS BEING ALL OF THAT CERTAIN TRACT OF LAND CONVEYED BY ALAN COLLEY AND DENISE COLLEY TO WILLIAM JACKSON SMITH AND SANDRA BETH SMITH IN THAT CERTAIN WARRANTY DEED RECORDED IN VOLUME 946, PAGE 715, DEED RECORDS OF WILLIAMSON COUNTY, TEXAS, SAID TRACT OF LAND BEING 2.521 ACRES OF LAND MORE FULLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING, at an iron pin found in the East line of that certain 207.43 acre tract of land conveyed to J. Lawrence Berkman by deed of record in Volume 463, Page 308 of said Deed Records, as the Northwest corner of said Smith tract as fenced and used upon the ground, same being the Northwest corner of the South 30 acres of that certain 76 acre tract conveyed to M. H. Freeman and Vera Freeman by Deed recorded in Volume 343, Page 229, Deed Records of Williamson County, Texas, for the Northwest corner and the **POINT OF BEGINNING** of the herein described tract,

THENCE, N89°59'08"E, following the North line of said Smith tract as fenced and used upon the ground, 137.13 feet to a Railroad Spike found at the apparent Northeast corner of said Smith tract and the Northeast corner of the herein described tract,

THENCE, S00°33'53"E, following the East line of said Smith tract, 251.27 feet to an iron pin found at the apparent Southeast corner of said Smith tract as fenced and used upon the ground, same being the centerline of a 50' Non-exclusive and Right-of-Way Easement of record in Volume 972 Page 249, Official Records of Williamson County, Texas, for the Southeast corner of the herein described tract,

THENCE, N89°53'00"W, following the South line of said Smith tract, as fenced and used upon the ground, 438.53 feet to an iron pin found in the East line of said 207.43 acre Berkman tract, at the apparent Southwest corner of said Smith tract, as fenced and used upon the ground, for the Southwest corner of the herein described tract,

THENCE, N00°14'49"W, following the common dividing line of said Smith and Berkman tracts, as fenced and used upon the ground, 230.52 feet to the **POINT OF BEGINNING** containing 2.521 Acres Of Land.

TOGETHER WITH, the rights to a non-exclusive Easement and Right-of-Way as described in Volume 972, Page 249 of said Official Records.

Surveyed By:

Steve H. Bryson
Steve H. Bryson - R.F.L.S. No. 4248
STEVE H. BRYSON SURVEYING CO.
1715 Capital of Texas Hwy., So., Suite 208
Austin, Texas, 78746
Ph: (512) 347-9505 Fax: (512) 347-9510



TRACT 12

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EXHIBIT "A"

BEING 2.50 acres of land in the Joseph Marshall Survey, Abstract No. 409 in Williamson County, Texas, being further described as Lot 12 out of the Northeast portion of the South 30.00 acres of a 76.00 acre tract of land conveyed by Deed dated May 16, 1947 from Paul T. Brown and wife, Flossie Brown to M.H. Freeman and wife, Vera Maurine Freeman, recorded in Volume 343, Page 229, Deed Records of said County and State, more particularly described as follows:

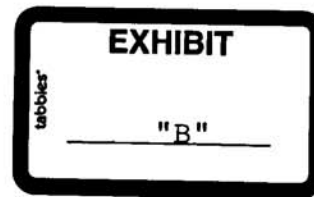
BEGINNING at an iron pin found in the West Right-of-way line of County Road 122, also being the Northeast corner of said 30.00 acre tract, said point bears N 00°05'00" E, 1512.15 feet from the common Southeast corner of said 30.00 acre tract, said 76.00 acre tract and said survey, for the Northeast corner hereof;

THENCE, with the common East line of said 30.00 acre tract, said 76.00 acre tract, and said survey, said line also being the West Right-of-way line of said County road, S 00°05'00" W at 227.40 feet pass an iron pin set for the Northeast corner of a 50.00 foot wide easement, 252.40 feet to Point A, being an iron pin set for the Southeast corner of said Lot, said point also being the Northwest corner of Lot 10 and the center line of said easement;

THENCE, leaving said line and continuing with the common boundary line of Lot 10 and Lot 12, also being the center line of said easement, N 89°65'00" W at 15.00 feet pass the Easterly line of a 15.00 foot wide easement described below, 432.13 feet to an iron pin set marking the Easterly terminus of said easement and the common corner of Lots 9, 10, 11 and 12 for the Southwest corner hereof;

THENCE, leaving said line and continuing with the common boundary line of Lots 11 and 12, N 00°05'00" E at 25.00 feet pass the Northwest corner of said 50.00 foot easement, 251.69 feet to an iron pin set on the Northerly boundary line of said 30.00 acre tract for the Northwest corner hereof;

THENCE, leaving said line and continuing with the common North boundary line of Lot 12 and said 30.00 acre tract, N 89°59'20" E, at 417.13 feet pass the Easterly line of said 15.00 foot easement, 432.13 feet to the POINT OF BEGINNING, containing 2.50 acres of land, more or less.



**DEVELOPMENT PLAN
HIGHLAND TERRACE PUD
PLANNED UNIT DEVELOPMENT NO. 69**

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

THIS DEVELOPMENT PLAN (this "Plan") is adopted by the CITY OF ROUND ROCK, TEXAS (hereinafter referred to as the "City"). For purposes of this Plan, the term Owner shall mean Allen Rasafar and J Yeo Sook, Robert and Sophia Carlin, Richard and Susan Sohns, Robert Bunnell, Kay Kitts, Jose and Leticia Toscano, and Billy and Sharon Arimes, their 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 approximately 27.5 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 11.314, Code of Ordinances (1995 Edition), City of Round Rock, Texas, the Owner has submitted Development Standards setting forth the development conditions and requirements within the PUD, which Development Standards are contained in Section II of this Plan; 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 September 20, 2006, 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 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:

I.

GENERAL PROVISIONS

1. CONFORMITY WITH DEVELOPMENT STANDARDS

That all uses and development within the Property shall conform to the Development Standards included in Section II herein.

2. CHANGES AND MODIFICATIONS

No changes or modifications will be made to this Plan unless all provisions pertaining to changes or modifications as stated in Section II.13 below are followed.

3. ZONING VIOLATION

Owner understands that any person, firm, corporation or other entity violating any conditions or terms of the 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. MISCELLANEOUS PROVISIONS

4.1 Severability

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

4.2 Venue

All obligations of the parties created hereunder are performable in Williamson County, Texas, and venue for any action shall be in Williamson County.

4.3 Effective Date

This Plan shall be effective from and after the date of approval by the City Council.

II.

DEVELOPMENT STANDARDS

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 Plan covers approximately 27.5 acres of land, located within the city limits of Round Rock, Texas, and more particularly described in **Exhibit "A"**.

3. DEVELOPMENT PARCELS

For the purpose of assigning land use and development standards, the Property has been divided into development parcels, as shown in **Exhibit "B"**.

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. If there is a conflict between this Plan and the Code, this 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 Plan shall control.

6. PERMITTED USES

6.1 Parcel 1

Office uses and Medical Office uses with no emergency medical services are permitted in Parcel 1. Warehouse Facilities and Outdoor Storage are prohibited.

6.2 Parcel 2

All uses permitted in the OF (Office) zoning district are permitted in Parcel 2.

6.3 Parcel 3

All uses permitted in the C-2 (Local Commercial) zoning district are permitted in Parcel 3 except for those uses listed in Section 7, below, which are specifically prohibited.

7. PROHIBITED USES FOR PARCEL 3

- Automotive & machinery repair
- Automotive & machinery services
- Automotive & machinery washes
- Automotive parts sales (as a primary use)
- Automotive rental
- Automotive sales
- Billiard parlors & pool halls (as a primary use)
- Boat sales (as a primary use)
- Bulk distribution centers (provided that this shall not prohibit warehouse use that is ancillary to a permitted primary use)
- Camper sales
- Campgrounds
- Donation centers
- Flea markets
- Gasoline & fuel sales
- Heavy equipment sales, rental & leasing
- Industrial building sales

- Kennels
- Manufactured home sales
- Mini warehouses
- Outdoor Entertainment
- Pawn shops
- Portable building sales (as a primary use)
- Recreational vehicle parks
- Recycling centers (provided that this prohibition shall not prevent use of temporary collection and storage bins for recyclable materials generated by a permitted use during the ordinary course of business)
- 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 (as a primary use)
- Wholesale nurseries (as a primary use)
- Wireless Transmission Facility, Self-Standing
- Wrecking yards

8. **HEIGHT**

All buildings on the Property shall be limited to one (1) story in height, not to exceed twenty (20) feet.

9. **ADDITIONAL DEVELOPMENT STANDARDS**

9.1 **Parcel 1**

Parcel 1 shall be developed in accordance with the development standards set forth in **Exhibit "C"**.

9.2 **Parcel 2**

Parcel 2 shall be developed in accordance with the development standards set forth in **Exhibit "D"**.

9.3 **Parcel 3**

Parcel 3 shall comply with the applicable development standards of the Code.

10. TREE PROTECTION

In addition to the requirements of the Code, all protected tree species with a diameter (as defined in the Code) of twenty (20) inches or greater shall be preserved.

All existing protected tree species within fifty (50) feet of a property line abutting single-family lots shall be preserved.

11. SIGNAGE

All freestanding signs shall be restricted to monument signs only.

Lots with frontage on a road or a shared driveway (access road) that intersects Red Bud Lane may have off-site signage along Red Bud Lane if a sign easement is obtained at a location no more than fifty (50) feet from the right-of-way line of both Red Bud Lane and the access road.

Only one (1) sign easement shall be allowed for each access road that intersects with Red Bud Lane.

The sign shall be a monument sign, as defined in the Code, and shall not exceed six (6) feet in height with a sign area of no more than fifty (50) square feet.

All offices with use of the sign easement shall be accommodated on one (1) sign. Multiple signs shall not be permitted.

If a sign is constructed in the sign easement, the use on the lot on which the sign is located shall use the same sign and shall not be permitted a separate sign along Red Bud Lane.

In addition to the off-site signage, one (1) monument sign no more than six (6) feet high with a sign area of no more than fifty (50) square feet may also be located at the intersection of the primary entrance driveway onto each lot and the access road.

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. CHANGES TO PLAN

13.1 Minor Changes

Minor changes to this 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.

13.2 Major Changes

All changes not permitted under section 13.1 above shall be resubmitted following the same procedure required by the original PUD application. Unless prohibited by law, the City reserves the right to rezone the Property or any portion thereof on its own motion or upon the application of any owner of property within the PUD.

14. CONCEPT PLAN APPROVED

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

15. GENERAL PLAN 2000

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

LIST OF EXHIBITS

<u>EXHIBIT</u>	<u>DESCRIPTION</u>
Exhibit "A"	Description of Property
Exhibit "B"	Development Parcels
Exhibit "B-1"	Description of Parcel 1
Exhibit "B-2"	Description of Parcel 2
Exhibit "B-3"	Description of Parcel 3
Exhibit "C"	Development Standards for Parcel 1
Exhibit "D"	Development Standards for Parcel 2

EXHIBIT A

DESCRIPTION OF PROPERTY

The Property consists of Tracts 1, 2, 3, 4, 5, 6, 7, 8, 9, 11 and 12 of the unrecorded subdivision of Highland Terrace, as more particularly described in the following field notes.

TRACT 1

EXHIBIT "A"

TRACT 1

BEING 2.4826 acres of land in the Joseph Marshall Survey, Abstract No. 409, in Williamson County, Texas, and being Lot 1 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947 from Paul T. Brown and Wife Flossie Brown to M. H. Freeman and wife Vera Maurine Freeman, of record in Volume 343, Page 229 of the Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin set in the South boundary line of said Marshall Survey marking the Southwest corner of said Lot 1, said point also being the Southwest corner of said 30.00 acre tract and the Southwest corner of said 76.00 acre tract, said point bears WEST, 859.31 feet from the Southeast corner of said Marshall survey;

THENCE, with the fence along the West boundary line of said 30.00 acre tract, N 00° 18' 00" W, 252.96 feet to an iron pin set for the Northwest corner hereof, said point also being the Southwest corner of Lot 3 of said 30.00 acre tract;

THENCE, leaving said West line and continuing along the North boundary line hereof, S 89° 55' 00" E, 428.88 feet to an iron pin set for the Northeast corner hereof, said point also being the common corner of Lots 1, 2, 3, and 4 of said 30.00 acre tract;

THENCE, along the common boundary line of Lots 1 and 2 of said 30.00 acre tract, S 00° 05' 00" W, 252.34 feet to an iron pin set on the South boundary line of said 30.00 acre tract for the Southeast corner hereof, said point also being the Southwest corner of Lot 2 of said 30.00 acre tract;

THENCE, leaving the East boundary line hereof, WEST, 427.18 feet to the POINT OF BEGINNING, containing 2.4826 acres of land more or less.

TRACT 2

VOL 1747 PAGE 416

EXHIBIT "A"

SURVEY NO. 89005
2.500 ACRES

BEING 2.500 ACRES OF LAND OUT OF THE JOSEPH MARSHALL SURVEY ABSTRACT NO. 409, SITUATED IN WILLIAMSON COUNTY, TEXAS, BEING LOT 2 OF HIGHLAND TERRACE, AN UNRECORDED SUBDIVISION, AND BEING ALL OF THAT CERTAIN 2.500 ACRE TRACT OF LAND CALLED TRACT 1 DESCRIBED IN VOLUME 855, PAGE 340, WILLIAMSON COUNTY DEED RECORDS, SAID 2.500 ACRES OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at an iron rod found on the west right-of-way line of County Road No. 122, being the southeast corner of the said Lot 2, for the southeast corner hereof;

THENCE, with the south line of the said Lot 2, N89°57'22"E, 432.18 feet to an iron rod found at the southwest corner of said Lot 2, being the southeast corner of Lot 1, for the southwest corner hereof;

THENCE, with the west line of said Lot 2, N00°05'33"E, at 227.15 feet passing an iron rod found, continuing on, in all, a total of 252.22 feet to an iron rod found at the northwest corner of said Lot 2, being the southwest corner of Lot 4, for the northwest corner hereof;

THENCE, with the north line of said Lot 2, being the south line of said Lot 4, S89°53'43"E, 432.14 feet to an iron rod found on the west line of the said County Road No. 122, at the northeast corner of said Lot 2, being the southeast corner of said Lot 4, for the northeast corner hereof;

THENCE, with the west line of the said County Road No. 122, S00°05'00"W, at 24.83 feet passing an iron rod found, continuing on, in all, a total of 251.76 feet to the PLACE OF BEGINNING, containing 2.500 acres of land, more or less.

CRENSHAW ENGINEERING, INC.

Paul L. Easley
Paul L. Easley, Registered
Public Surveyor No. 4432



1-10-89
Date

FILED FOR RECORD
WILLIAMSON COUNTY, TX.
1989 JAN 24 PM 2:40
James H. Ruppel
COUNTY CLERK

STATE OF TEXAS COUNTY OF WILLIAMSON
I hereby certify that this instrument was FILED
on the date and at the time stamped hereon
by me; and was duly RECORDED, in the Volume
and Page of the named RECORDS of Williamson
County, Texas, as stamped hereon by me, on

JAN 25 1989



James H. Ruppel
COUNTY CLERK
WILLIAMSON COUNTY, TEXAS

TRACT 3

EXHIBIT "A"

BEING A 2.487 ACRE TRACT OF LAND OUT OF THE JOSEPH MARSHALL SURVEY, ABSTRACT NO. 409 IN WILLIAMSON COUNTY, TEXAS, BEING KNOWN AS LOT 3 OF HIGHLAND TERRACE, AN UNRECORDED SUBDIVISION IN WILLIAMSON COUNTY, SAID LOT 3 BEING THE SAME TRACT OF LAND CONVEYED TO KEITH AND LESLIE PETERSON AS RECORDED IN VOLUME 2703, PAGE 297 OF THE OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a 3/8" iron rod found for the Southeast corner of the herein described tract, being the Southeast corner of Said Lot 3 and the common West corner of Lots 2 and 4, same being on the centerline of the West line of a 50' access easement as described in Volume 855, Page 340, Deed Records of Williamson County, Texas, and from which the intersection of the centerline of said access easement with the West line of County Road No. 122 bears, S 89°55'00"E, 432.13 feet;

THENCE N 89°55'00"W (BEARING BASIS) along the common line between the herein described tract and Lot 1 of said Highland Terrace unrecorded subdivision for a distance of 428.73 feet to a 3/8" iron rod found on the East line of that certain J. Lawrence Berkman tract recorded in Volume 465, Page 308, Deed Records of Williamson County, for the Southwest corner of the herein described tract;

THENCE N 00°21'31"W along the common line between said Berkman tract and the herein described tract for a distance of 252.18 feet to a 1/2" iron rod found for the Northwest corner of hercof, same being the Southwest corner of Lot 5 of said Highland Terrace as conveyed to M.D. Clark in Volume 2513, Page 775, Official Records of Williamson County, Texas;

THENCE S 89°54'44"E (BEARING BASIS) along the common line between said Lot 5 and the herein described tract for a distance of 430.46 feet to a 1/2" iron rod found for the Northeast corner hercof, same being the Northwest of the aforementioned Lot 4, Highland Terrace, as conveyed to M.D. Clark, recorded in Volume 2154, Page 7881 of the Official Records of Williamson County, Texas;

THENCE S 00°02'05"W along the common line between Lot 4 and the herein described tract, passing a 1/2" iron rod found at the Northwest corner of said 50' access easement a distance of 226.95' feet and continuing for a total distance of 252.14 feet to the **POINT OF BEGINNING** of the herein described tract and containing 2.487 acres of land.



Donald M. Cookston 2/4/97
Donald M. Cookston
Registered Professional Land Surveyor, No. 4733



COOKSTON & ASSOC.
SURVEYING & MAPPING

15608 Spring Hill Lane, Suite 110 - Pflugerville Texas 78660
Office: (512) 252-9737 - FAX: (512) 252-9533

TRACT 4

2.50 acres of land being that same property granted to Morris D. Clark and recorded in Volume 2154, Page 788, Official Public Records of Williamson County, Texas, said property is referred to in the Clark Deed as "sometimes known as Lot 4 Highland Terrace an unrecorded subdivision in Williamson County, Texas" said 2.50 acres being more particularly described by metes and bounds as follows:

BEGINNING at a ½" iron rod found at the southwest corner of the Clark property, said rod is a common corner the Carlin tract (V.1747 P. 414), the Rasafar and Leo tract. (Doc. 20033015931) and the Sohns tract (Doc. 9806771), same being the Southwest corner of the herein described tract and the P.O.B. hereof

THENCE, along the dividing line of the Clark and Sohns tracts N 00° 05' 27" E, (bearing basis) 252.05 ft. to a ½" iron rod found at the common corner of said tracts, same being a common corner of two other Morris D. Clark tracts (both recorded in V. 2153 Pg.775), for the Northwest corner hereof

THENCE, along the North line of the herein described tract, S 89° 42' 02" E, 432.13 ft. to the Northeast corner hereof (no monument recovered) being on the West r-o-w line of Red Bud Lane, and from which a ½" capped iron rod found as a witness to the Northeast corner bears N 89° 42' 02" W, 38.19 ft.

THENCE along the East line at the herein described tract and the West r-o-w line of Red Bud Lane, S 00° 05' 25" W, 250.55 ft., to the Southeast corner hereof (no monument recovered), and from which a ½" capped iron rod found as a witness to the Southeast corner bears, N 89° 54' 00" W, 36.28 ft.

THENCE, along the dividing line of the above said Clark and Carlin tracts, N 89° 54' 00" W, 432.13 ft. to the P.O.B.

TRACT 5

BEING 2.4958 acres of land in the Joseph Marshall Survey, Abstract No. 409, in Williamson County, Texas, and being Lot 5 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947 from Paul T. Brown and wife, Flossie Brown, to M. H. Freeman and wife, Vera Maurine Freeman, of record in Volume 343, Page 229 of the Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin in the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract marking the Southwest corner of said Lot 5, said point bears WEST, 859.31 feet and N 00° 18' 00" W, 504.98 feet from the Southeast corner of said survey'

THENCE, with the fence along the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract, N 00° 18' 00" W, 252.02 feet to an iron pin set for the Northwest corner hereof, said point also being the Southwest corner of Lot 7 of said 30.00 acre tract;

THENCE, leaving the West boundary hereof, and continuing along the common boundary line of Lots 5 and 7, S 89° 55' 00" E, 432.25 feet to an iron pin for the Northeast corner hereof, said point also being the common corner of Lots 5, 6, 7 and 8 of said 30.00 acre tract;

THENCE, along a common boundary line of Lots 5 and 6, S 00° 05' 00" W, 252.01 feet to an iron pin for the Southeast corner hereof, said point also being the common corner of Lots 3, 4, 5 and 6;

THENCE, along the common boundary line of Lots 5 and 3, N 89° 55' 00" W, 430.56 feet to the POINT OF BEGINNING, containing 2.4958 acres of land more or less.

TRACT 6

BEING 2.50 acres of land in the Joseph Marshall Survey, Abstract No. 409 in Williamson County, Texas, being Lot 6 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947, from Paul T. Brown and wife, Flossie Brown, to M. H. Freeman and wife, Vera Maurine Freeman, of record in Volume 343, Page 229 of the Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin found in the west Right-of-way line of County Road 122, also being on the East boundary of said 30.00 acre tract, said point bears N 00° 05' 00" E, 755.73 feet from the common Southeast corner of said 30.00 acre tract, said 76.00 acre tract and said survey for the Northeast corner hereof, said Point B, said Point also being the center line of a 50.00 foot wide easement;

THENCE, with the common East line of said 30.00 acre tract, said 76.00 acre tract and said survey, said line also being the West Right-of-way line of said County road, S 00° 05' 00" W at 25.00 feet pass an iron pin set for the Southeast corner of a 50.00 foot wide easement, 252.40 feet to Point A, being an iron pin set for the Southeast corner of said lot, said point also being the Northeast corner of Lot 4;

THENCE, leaving said line and continuing with the common boundary line of Lots 4 and 6, N 89° 55' 00" W at 15.00 feet pass the Easterly line of a 15.00 foot wide easement described below, 432.13 feet to an iron pin set marking the Southwest corner hereof, said point also being the common corner of Lots 3, 4, 5, and 6;

THENCE, leaving said line and continuing with the common boundary line of Lot 5 and Lot 6, N 00° 05' 00" E, at 227.01 feet pass the Southwest corner of said 50.00 foot wide easement, 252.01 feet to an iron pin set for the Northwest corner hereof, said point also being the center line of said 50.00 foot wide easement, said point also being the common corner of Lots 5, 6, 7 and 8;

THENCE, leaving said line and continuing with the common boundary line of Lot 6 and Lot 8, N 89° 55' 00" E, at 417.00 feet pass the Easterly line of said 15.00 foot wide easement, 432.13 feet to the POINT OF BEGINNING, containing 2.50 acres of land more or less, (the "Property").

TRACT 7

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EXHIBIT "A"

TRACT 1:

BEING 2.5055 acres of land in the Joseph Marshall Survey, Abstract No. 409 in Williamson County, Texas, and being Lot 7 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947 from Paul T. Brown and wife, Flossie Brown to M. H. Freeman and wife, Vera Maurline Freeman, of record in Volume 343, Page 229 of the Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin in the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract marking the Southwest corner of said Lot 7, said point bears WEST, 859.31 feet and N 00° 18' 00" W, 757.00 feet from the Southeast corner of said survey;

THENCE, with the fence along the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract, N 00° 18' 00" W, 252.02 feet to an iron pin set for the Northwest corner hereof, said point also being the Southwest corner of Lot 9 of said 30.00 acre tract;

THENCE, leaving said West boundary line hereof and continuing along the common boundary line of Lots 7 and 9, S 89° 55' 00" E, 433.93 feet to an iron pin set for the Northeast corner hereof, said point also being the common corner of Lots 7, 8, 9, and 10 of said 30.00 acre tract;

THENCE, along the common boundary line of Lots 7 and 8, S 00° 05' 00" W, 252.01 feet to an iron pin for the Southeast corner hereof, said point also being the common corner of Lots 5, 6, 7, and 8 of said 30.00 acre tract;

THENCE, along the common boundary lines of Lots 7 and 5, N 89° 55' 00" W, 432.25 feet to the POINT OF BEGINNING, containing 2.5055 acres of land more or less.

TOGETHER WITH THE FOLLOWING DESCRIBED EASEMENT FOR FREE EGRESS AND INGRESS SHALL CONSTITUTE AN APPURTENANCE TO THE SAID PROPERTY HEREIN DESCRIBED, SUCH EASEMENT AND ROADWAY BEING PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

TRACT 8

BEING 2.50 acres of land in the Joseph Marshall Survey, Abstract No. 409 in Williamson County, Texas, being further described as Lot 8 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947, from Paul T. Brown and wife Flossie Brown to M. H. Freeman and wife Vera Maurine Freeman, recorded in Volume 343, Page 229, Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin found in the West Right-of-way line of County Road 122, also being on the East boundary of said 30.00 acre tract, said point bears N 00° 05' 00" E, 1007.74 feet from the common southeast corner of said 30.00 acre tract, said 76.00 acre tract and said survey, for the Northeast corner hereof;

THENCE, with the common East line of said 30.00 acre tract, said 76.00 acre tract, and said survey, said line also being the West Right-of-way line of said County road, S 00° 05' 00" W at 227.01 feet pass an iron pin set for the Northeast corner of a 50.00 foot wide easement, 252.40 feet to Point A, being an iron pin set for the Southeast corner of said lot, said point also being the Northeast corner of Lot 6 and the center line of said easement;

THENCE, leaving said line and continuing with the common boundary line of Lot 6 and Lot 8, also being the center line of said easement, N 89° 55' 00" W at 15.00 feet pass the Easterly line of a 15.00 foot wide easement described below, 432.13 feet to an iron pin set marking the Westerly terminus of said 50.00 foot easement, the common corner of Lots 5, 6, 7, and 8 for the Southwest corner hereof;

THENCE, leaving said line and continuing with the common boundary line of Lots 7 and 8, N 00° 05' 00" E at 25.00 feet pass the Northwest corner of said 50.00 foot easement, 252.01 feet to an iron pin set on the common boundary line of Lot 8 and Lot 10 of said 30.00 acre tract for the Northwest corner hereof;

THENCE, leaving said line and continuing with the common North boundary line of Lot 8 and Lot 10, S 89° 55' 00" E at 417.13 feet pass the Westerly line of said 15.00 foot easement, 432.13 feet to the POINT OF BEGINNING, containing 2.50 acres of land more or less.

TRACT 9

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EXHIBIT "A"

TRACT 3:

BEING 2.5153 ACRES OF LAND IN THE JOSEPH MARSHALL SURVEY, ABSTRACT NO. 409 IN WILLIAMSON COUNTY, TEXAS, AND BEING LOT 9 OUT OF THE SOUTH-30.00 ACRES OF A 76.00 ACRE TRACT OF LAND CONVEYED BY DEED DATED MAY 16, 1947 FROM PAUL T. BROWN AND WIFE, FLOSSIE BROWN TO M. H. FREEMAN AND WIFE, VERA MAURINE FREEMAN, OF RECORD IN VOLUME 343, PAGE 229 OF THE 1947 RECORDS OF SAID COUNTY AND STATE, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at an iron pin in the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract marking the southwest corner of said Lot 9, said point bears West, 859.31 feet and N 00° 18' 00" W, 1009.02 feet from the Southeast corner of said Survey;

THENCE, with the fence along the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract, N 00° 18' 00" W, 252.02 feet to an iron pin set for the Northwest corner hereof, said point also being the Southwest corner of Lot 11 of said 30.00 acre tract;

THENCE, leaving said West boundary line hereof and continuing along the common boundary line of Lots 9 and 11, S 89° 55' 00" E, 435.62 feet to an iron pin set for the Northeast corner hereof, said point also being the common corner of Lots 9, 10, 11 and 12 of said 30.00 acre tract;

THENCE, along the common boundary line of Lots 9 and 10, S 00° 05' 00" W, 252.01 feet to an iron pin set for the Southeast corner hereof, said point also being the common corner of Lots 7, 8, 9 and 10 of said 30.00 acre tract;

THENCE, along the common boundary line of Lots 9 and 7, N 89° 55' 00" W, 433.93 feet to the POINT OF BEGINNING, containing 2.5153 acres of land more or less.

TRACT 11

BEING ALL OF THAT CERTAIN TRACT OR PARCEL OF LAND OUT OF AND A PART OF THE JOSEPH MARSHALL SURVEY ABSTRACT NO. 489, SITUATED IN WILLIAMSON COUNTY, TEXAS, SAID TRACT OF LAND MORE PARTICULARLY DESCRIBED AS BEING ALL OF THAT CERTAIN TRACT OF LAND CONVEYED BY ALAN COLLEY AND DENISE COLLEY TO WILLIAM JACKSON SMITH AND SANDRA BETH SMITH IN THAT CERTAIN WARRANTY DEED RECORDED IN VOLUME 946, PAGE 718, DEED RECORDS OF WILLIAMSON COUNTY, TEXAS, SAID TRACT OF LAND BEING 2.521 ACRES OF LAND MORE FULLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING, at an iron pin found in the East line of that certain 207.43 acre tract of land conveyed to J. Lawrence Berkman by deed of record in Volume 463, Page 308 of said Deed Records, at the Northwest corner of said Smith tract as fenced and used upon the ground, same being the Northwest corner of the South 30 acres of that certain 76 acre tract conveyed to M. H. Freeman and Vera Freeman by Deed recorded in Volume 343, Page 229, Deed Records of Williamson County, Texas, for the Northwest corner and the POINT OF BEGINNING of the herein described tract,

THENCE, N89°59'08"E, following the North line of said Smith tract as fenced and used upon the ground, 437.13 feet to a Railroad Spike found at the apparent Northeast corner of said Smith tract and the Northeast corner of the herein described tract,

THENCE, S00°33'53"E, following the East line of said Smith tract, 231.27 feet to an iron pin found at the apparent Southeast corner of said Smith tract as fenced and used upon the ground, same being the centerline of a 50' Non-exclusive and Right-of-Way Easement of record in Volume 972 Page 249, Official Records of Williamson County, Texas, for the Southeast corner of the herein described tract,

THENCE, N89°55'00"W, following the South line of said Smith tract, as fenced and used upon the ground, 438.53 feet to an iron pin found in the East line of said 207.43 acre Berkman tract, at the apparent Southwest corner of said Smith tract, as fenced and used upon the ground, for the Southwest corner of the herein described tract,

THENCE, N00°14'49"W, following the common dividing line of said Smith and Berkman tracts, as fenced and used upon the ground, 250.52 feet to the POINT OF BEGINNING containing 2.521 Acres Of Land.

TOGETHER WITH, the rights to a non-exclusive Easement and Right-of-Way as described in Volume 972, Page 249 of said Official Records.

Surveyed By:

Steve H. Bryson
Steve H. Bryson - R.F.L.S. No. 4348

STEVE H. BRYSON SURVEYING CO.

1715 Capital of Texas Hwy., So., Suite 208
Austin, Texas, 78746

Ph: (512) 347-9505 Fax: (512) 347-9510



TRACT 12

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EXHIBIT "A"

BEING 2.50 acres of land in the Joseph Marshall Survey, Abstract No. 409 in Williamson County, Texas, being further described as Lot 12 out of the Northeast portion of the South 30.00 acres of a 76.00 acre tract of land conveyed by Deed dated May 16, 1947 from Paul T. Brown and wife, Flossie Brown to M.H. Freeman and wife, Vera Maurine Freeman, recorded in Volume 343, Page 229, Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin found in the West Right-of-way line of County Road 122, also being the Northeast corner of said 30.00 acre tract, said point bears N 00°05'00" E, 1512.15 feet from the common Southeast corner of said 30.00 acre tract, said 76.00 acre tract and said survey, for the Northeast corner hereof;

THENCE, with the common East line of said 30.00 acre tract, said 76.00 acre tract, and said survey, said line also being the West Right-of-way line of said County road, S 00°05'00" W at 227.40 feet pass an iron pin set for the Northeast corner of a 50.00 foot wide easement, 252.40 feet to Point A, being an iron pin set for the Southeast corner of said Lot, said point also being the Northwest corner of Lot 10 and the center line of said easement;

THENCE, leaving said line and continuing with the common boundary line of Lot 10 and Lot 12, also being the center line of said easement, N 89°65'00" W at 15.00 feet pass the Easterly line of a 15.00 foot wide easement described below, 432.13 feet to an iron pin set marking the Easterly terminus of said easement and the common corner of Lots 9, 10, 11 and 12 for the Southwest corner hereof;

THENCE, leaving said line and continuing with the common boundary line of Lots 11 and 12, N 00°05'00" E at 25.00 feet pass the Northwest corner of said 50.00 foot easement, 251.69 feet to an iron pin set on the Northerly boundary line of said 30.00 acre tract for the Northwest corner hereof;

THENCE, leaving said line and continuing with the common North boundary line of Lot 12 and said 30.00 acre tract, N 89°59'20" E, at 417.13 feet pass the Easterly line of said 15.00 foot easement, 432.13 feet to the POINT OF BEGINNING, containing 2.50 acres of land, more or less.

EXHIBIT B

DEVELOPMENT PARCELS

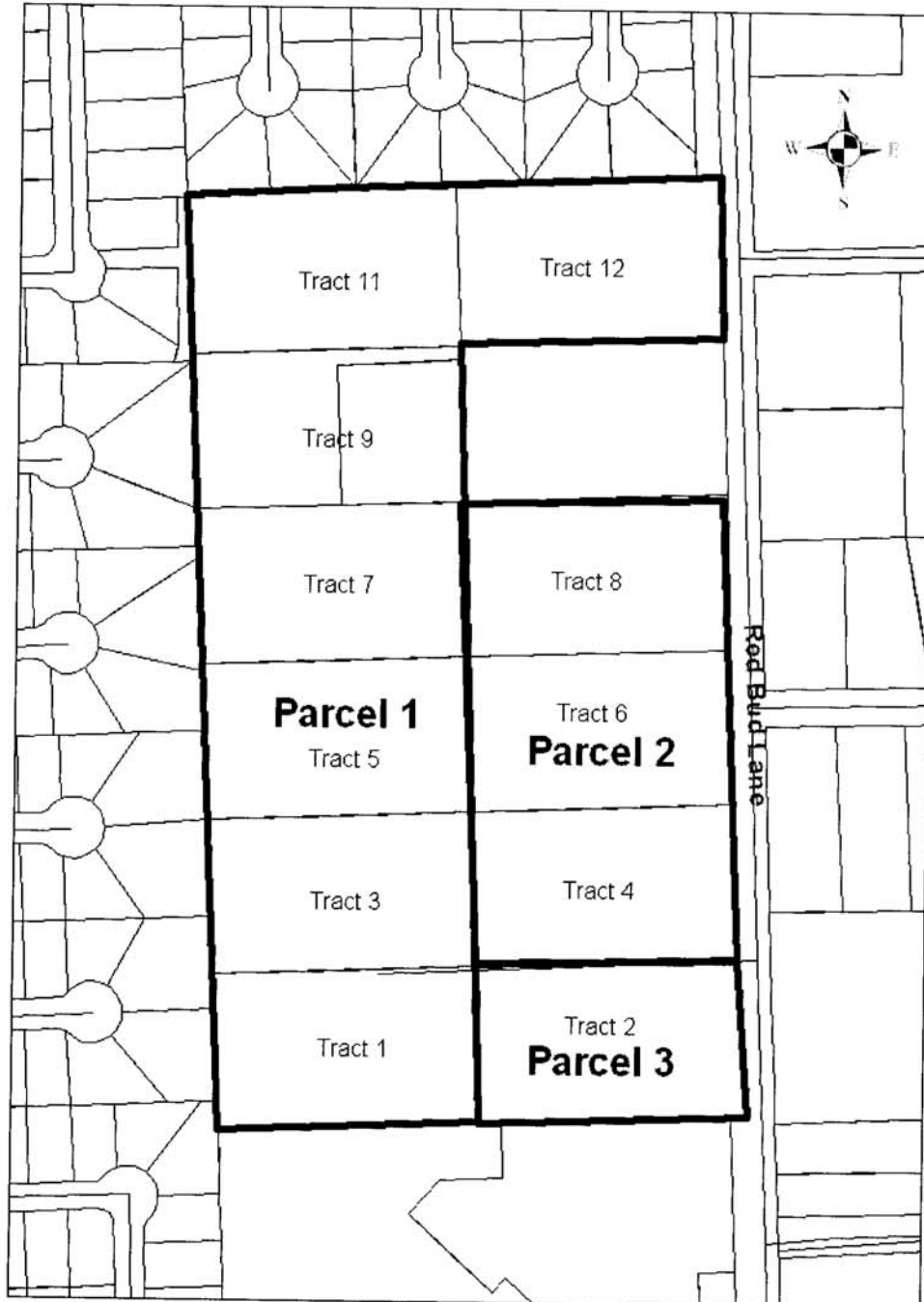


EXHIBIT B-1

DESCRIPTION OF PARCEL 1

Parcel 1 consists of Tracts 1, 3, 5, 7, 9, 11 and 12 of the unrecorded subdivision of Highland Terrace, as more particularly described in the following field notes.

TRACT 1

EXHIBIT "A"

TRACT 1

BEING 2.4826 acres of land in the Joseph Marshall Survey, Abstract No. 409, in Williamson County, Texas, and being Lot 1 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947 from Paul T. Brown and Wife Flossie Brown to M. H. Freeman and wife Vera Maurine Freeman, of record in Volume 343, Page 229 of the Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin set in the South boundary line of said Marshall Survey marking the Southwest corner of said Lot 1, said point also being the Southwest corner of said 30.00 acre tract and the Southwest corner of said 76.00 acre tract, said point bears WEST, 859.31 feet from the Southeast corner of said Marshall survey;

THENCE, with the fence along the West boundary line of said 30.00 acre tract, N 00° 18' 00" W, 252.96 feet to an iron pin set for the Northwest corner hereof, said point also being the Southwest corner of Lot 3 of said 30.00 acre tract;

THENCE, leaving said West line and continuing along the North boundary line hereof, S 89° 55' 00" E, 428.88 feet to an iron pin set for the Northeast corner hereof, said point also being the common corner of Lots 1, 2, 3, and 4 of said 30.00 acre tract;

THENCE, along the common boundary line of Lots 1 and 2 of said 30.00 acre tract, S 00° 05' 00" W, 252.34 feet to an iron pin set on the South boundary line of said 30.00 acre tract for the Southeast corner hereof, said point also being the Southwest corner of Lot 2 of said 30.00 acre tract;

THENCE, leaving the East boundary line hereof, WEST, 427.18 feet to the POINT OF BEGINNING, containing 2.4826 acres of land more or less.

TRACT 3

EXHIBIT "A"

BEING A 2.487 ACRE TRACT OF LAND OUT OF THE JOSEPH MARSHALL SURVEY, ABSTRACT NO. 409 IN WILLIAMSON COUNTY, TEXAS, BEING KNOWN AS LOT 3 OF HIGHLAND TERRACE, AN UNRECORDED SUBDIVISION IN WILLIAMSON COUNTY, SAID LOT 3 BEING THE SAME TRACT OF LAND CONVEYED TO KEITH AND LESLIE PETERSON AS RECORDED IN VOLUME 2703, PAGE 297 OF THE OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a 3/8" iron rod found for the Southeast corner of the herein described tract, being the Southeast corner of Said Lot 3 and the common West corner of Lots 2 and 4, same being on the centerline of the West line of a 50' access easement as described in Volume 855, Page 340, Deed Records of Williamson County, Texas, and from which the intersection of the centerline of said access easement with the West line of County Road No. 122 bears, S 89°55'00"E, 432.13 feet;

THENCE N 89°55'00"W (BEARING BASIS) along the common line between the herein described tract and Lot 1 of said Highland Terrace unrecorded subdivision for a distance of 428.73 feet to a 3/8" iron rod found on the East line of that certain J. Lawrence Berkman tract recorded in Volume 465, Page 308, Deed Records of Williamson County, for the Southwest corner of the herein described tract;

THENCE N 00°21'31"W along the common line between said Berkman tract and the herein described tract for a distance of 252.18 feet to a 1/2" iron rod found for the Northwest corner of hereof, same being the Southwest corner of Lot 5 of said Highland Terrace as conveyed to M.D. Clark in Volume 2513, Page 775, Official Records of Williamson County, Texas;

THENCE S 89°54'44"E (BEARING BASIS) along the common line between said Lot 5 and the herein described tract for a distance of 430.46 feet to a 1/2" iron rod found for the Northeast corner hereof, same being the Northwest of the aforementioned Lot 4, Highland Terrace, as conveyed to M.D. Clark, recorded in Volume 2154, Page 7881 of the Official Records of Williamson County, Texas;

THENCE S 00°02'05"W along the common line between Lot 4 and the herein described tract, passing a 1/2" iron rod found at the Northwest corner of said 50' access easement a distance of 226.95' feet and continuing for a total distance of 252.14 feet to the **POINT OF BEGINNING** of the herein described tract and containing 2.487 acres of land.



Donald M. Cookston 2/4/97
Donald M. Cookston
Registered Professional Land Surveyor, No. 4733



TRACT 5

BEING 2.4958 acres of land in the Joseph Marshall Survey, Abstract No. 409, in Williamson County, Texas, and being Lot 5 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947 from Paul T. Brown and wife, Flossie Brown, to M. H. Freeman and wife, Vera Maurine Freeman, of record in Volume 343, Page 229 of the Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin in the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract marking the Southwest corner of said Lot 5, said point bears WEST, 859.31 feet and N 00° 18' 00" W, 504.98 feet from the Southeast corner of said survey'

THENCE, with the fence along the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract, N 00° 18' 00" W, 252.02 feet to an iron pin set for the Northwest corner hereof, said point also being the Southwest corner of Lot 7 of said 30.00 acre tract;

THENCE, leaving the West boundary hereof, and continuing along the common boundary line of Lots 5 and 7, S 89° 55' 00" E, 432.25 feet to an iron pin for the Northeast corner hereof, said point also being the common corner of Lots 5, 6, 7 and 8 of said 30.00 acre tract;

THENCE, along a common boundary line of Lots 5 and 6, S 00° 05' 00" W, 252.01 feet to an iron pin for the Southeast corner hereof, said point also being the common corner of Lots 3, 4, 5 and 6;

THENCE, along the common boundary line of Lots 5 and 3, N 89° 55' 00" W, 430.56 feet to the POINT OF BEGINNING, containing 2.4958 acres of land more or less.

TRACT 7

VOL 918 PAGE 678

EXHIBIT "A"

TRACT 1:

BEING 2.5055 acres of land in the Joseph Marshall Survey, Abstract No. 409 in Williamson County, Texas, and being Lot 7 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947 from Paul T. Brown and wife, Flossie Brown to M. H. Freeman and wife, Vera Maurline Freeman, of record in Volume 343, Page 229 of the Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin in the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract marking the Southwest corner of said Lot 7, said point bears WEST, 859.31 feet and N 00° 18' 00" W, 757.00 feet from the Southeast corner of said survey;

THENCE, with the fence along the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract, N 00° 18' 00" W, 252.02 feet to an iron pin set for the Northwest corner hereof, said point also being the Southwest corner of Lot 9 of said 30.00 acre tract;

THENCE, leaving said West boundary line hereof and continuing along the common boundary line of Lots 7 and 9, S 89° 55' 00" E, 433.93 feet to an iron pin set for the Northeast corner hereof, said point also being the common corner of Lots 7, 8, 9, and 10 of said 30.00 acre tract;

THENCE, along the common boundary line of Lots 7 and 8, S 00° 05' 00" W, 252.01 feet to an iron pin for the Southeast corner hereof, said point also being the common corner of Lots 5, 6, 7, and 8 of said 30.00 acre tract;

THENCE, along the common boundary lines of Lots 7 and 5, N 89° 55' 00" W, 432.25 feet to the POINT OF BEGINNING, containing 2.5055 acres of land more or less.

TOGETHER WITH THE FOLLOWING DESCRIBED EASEMENT FOR FREE EGRESS AND INGRESS SHALL CONSTITUTE AN APPURTENANCE TO THE SAID PROPERTY HEREIN DESCRIBED, SUCH EASEMENT AND ROADWAY BEING PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

TRACT 9

VOL. 2364 PAGE 276

EXHIBIT "A"

TRACT 3:

BEING 2.5153 ACRES OF LAND IN THE JOSEPH MARSHALL SURVEY, ABSTRACT NO. 409 IN WILLIAMSON COUNTY, TEXAS, AND BEING LOT 9 OUT OF THE SOUTH-30.00 ACRES OF A 76.00 ACRE TRACT OF LAND CONVEYED BY DEED DATED MAY 14, 1947 FROM PAUL T. BROWN AND WIFE, FLOSSIE BROWN TO M. H. FREEMAN AND WIFE, VERA MAURINE FREEMAN, OF RECORD IN VOLUME 343, PAGE 229 OF THE PUBLIC RECORDS OF SAID COUNTY AND STATE, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at an iron pin in the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract marking the southwest corner of said Lot 9, said point bears West, 859.31 feet and N 00° 18' 00" W, 1009.02 feet from the Southeast corner of said Survey;

THENCE, with the fence along the West boundary line of said 30.00 acre tract and the West boundary line of said 76.00 acre tract, N 00° 18' 00" W, 252.02 feet to an iron pin set for the Northwest corner hereof, said point also being the Southwest corner of Lot 11 of said 20.00 acre tract;

THENCE, leaving said West boundary line hereof and continuing along the common boundary line of Lots 9 and 11, S 89° 55' 00" E, 435.62 feet to an iron pin set for the Northeast corner hereof, said point also being the common corner of Lots 9, 10, 11 and 12 of said 30.00 acre tract;

THENCE, along the common boundary line of Lots 9 and 10, S 00° 05' 00" W, 252.01 feet to an iron pin set for the Southeast corner hereof, said point also being the common corner of Lots 7, 8, 9 and 10 of said 30.00 acre tract;

THENCE, along the common boundary line of Lots 9 and 7, N 89° 55' 00" W, 433.93 feet to the POINT OF BEGINNING, containing 2.5153 acres of land more or less.

TRACT 11

BEING ALL OF THAT CERTAIN TRACT OR PARCEL OF LAND OUT OF AND A PART OF THE JOSEPH MARSHALL SURVEY ABSTRACT NO. 409, SITUATED IN WILLIAMSON COUNTY, TEXAS, SAID TRACT OF LAND MORE PARTICULARLY DESCRIBED AS BEING ALL OF THAT CERTAIN TRACT OF LAND CONVEYED BY ALAN COLLEY AND DENISE COLLEY TO WILLIAM JACKSON SMITH AND SANDRA BETH SMITH IN THAT CERTAIN WARRANTY DEED RECORDED IN VOLUME 946, PAGE 718, DEED RECORDS OF WILLIAMSON COUNTY, TEXAS, SAID TRACT OF LAND BEING 2.521 ACRES OF LAND MORE FULLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING, at an iron pin found in the East line of that certain 207.43 acre tract of land conveyed to J. Lawrence Berkman by deed of record in Volume 465, Page 308 of said Deed Records, at the Northwest corner of said Smith tract as fenced and used upon the ground, same being the Northwest corner of the South 30 acres of that certain 76 acre tract conveyed to M. H. Freeman and Vera Freeman by Deed recorded in Volume 343, Page 229, Deed Records of Williamson County, Texas, for the Northwest corner and the POINT OF BEGINNING of the herein described tract,

THENCE, N89°59'08"E, following the North line of said Smith tract as fenced and used upon the ground, 437.13 feet to a Railroad Spike found at the apparent Northeast corner of said Smith tract and the Northeast corner of the herein described tract,

THENCE, S00°33'53"E, following the East line of said Smith tract, 251.27 feet to an iron pin found at the apparent Southeast corner of said Smith tract as fenced and used upon the ground, same being the centerline of a 50' Non-exclusive and Right-of-Way Easement of record in Volume 972 Page 249, Official Records of Williamson County, Texas, for the Southeast corner of the herein described tract,

THENCE, N89°55'00"W, following the South line of said Smith tract, as fenced and used upon the ground, 438.53 feet to an iron pin found in the East line of said 207.43 acre Berkman tract, at the apparent Southwest corner of said Smith tract, as fenced and used upon the ground, for the Southwest corner of the herein described tract,

THENCE, N00°14'49"W, following the common dividing line of said Smith and Berkman tracts, as fenced and used upon the ground, 250.52 feet to the POINT OF BEGINNING containing 2.521 Acres Of Land.

TOGETHER WITH, the rights to a non-exclusive Easement and Right-of-Way as described in Volume 972, Page 249 of said Official Records.

Surveyed By:

Steve H. Bryson - R.P.L.S. No. 4248

STEVE H. BRYSON SURVEYING CO.

1715 Capital of Texas Hwy., So., Suite 208

Austin, Texas, 78746

Ph: (512) 347-9305 Fax: (512) 347-9510



TRACT 12

VOL 1065 PAGE 898

EXHIBIT "A"

BEING 2.50 acres of land in the Joseph Marshall Survey, Abstract No. 409 in Williamson County, Texas, being further described as Lot 12 out of the Northeast portion of the South 30.00 acres of a 76.00 acre tract of land conveyed by Deed dated May 16, 1947 from Paul T. Brown and wife, Flossie Brown to M.H. Freeman and wife, Vera Maurine Freeman, recorded in Volume 343, Page 229, Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin found in the West Right-of-way line of County Road 122, also being the Northeast corner of said 30.00 acre tract, said point bears N 00°05'00" E, 1512.15 feet from the common Southeast corner of said 30.00 acre tract, said 76.00 acre tract and said survey, for the Northeast corner hereof;

THENCE, with the common East line of said 30.00 acre tract, said 76.00 acre tract, and said survey, said line also being the West Right-of-way line of said County road, S 00°05'00" W at 227.40 feet pass an iron pin set for the Northeast corner of a 50.00 foot wide easement, 252.40 feet to Point A, being an iron pin set for the Southeast corner of said Lot, said point also being the Northwest corner of Lot 10 and the center line of said easement;

THENCE, leaving said line and continuing with the common boundary line of Lot 10 and Lot 12, also being the center line of said easement, N 89°65'00" W at 15.00 feet pass the Easterly line of a 15.00 foot wide easement described below, 432.13 feet to an iron pin set marking the Easterly terminus of said easement and the common corner of Lots 9, 10, 11 and 12 for the Southwest corner hereof;

THENCE, leaving said line and continuing with the common boundary line of Lots 11 and 12, N 00°05'00" E at 25.00 feet pass the Northwest corner of said 50.00 foot easement, 251.69 feet to an iron pin set on the Northerly boundary line of said 30.00 acre tract for the Northwest corner hereof;

THENCE, leaving said line and continuing with the common North boundary line of Lot 12 and said 30.00 acre tract, N 89°59'20" E, at 417.13 feet pass the Easterly line of said 15.00 foot easement, 432.13 feet to the POINT OF BEGINNING, containing 2.50 acres of land, more or less.

EXHIBIT B-2

DESCRIPTION OF PARCEL 2

Parcel 2 consists of Tracts 4, 6 and 8 of the unrecorded subdivision of Highland Terrace, as more particularly described in the following field notes.

TRACT 4

2.50 acres of land being that same property granted to Morris D. Clark and recorded in Volume 2154, Page 788, Official Public Records of Williamson County, Texas, said property is referred to in the Clark Deed as "sometimes known as Lot 4 Highland Terrace an unrecorded subdivision in Williamson County, Texas" said 2.50 acres being more particularly described by metes and bounds as follows:

BEGINNING at a ½" iron rod found at the southwest corner of the Clark property, said rod is a common corner the Carlin tract (V.1747 P. 414), the Rasafar and Leo tract. (Doc. 20033015931) and the Sohns tract (Doc. 9806771), same being the Southwest corner of the herein described tract and the P.O.B. hereof

THENCE, along the dividing line of the Clark and Sohns tracts N 00° 05' 27" E, (bearing basis) 252.05 ft. to a ½" iron rod found at the common corner of said tracts, same being a common corner of two other Morris D. Clark tracts (both recorded in V. 2153 Pg.775), for the Northwest corner hereof

THENCE, along the North line of the herein described tract, S 89° 42' 02" E, 432.13 ft. to the Northeast corner hereof (no monument recovered) being on the West r-o-w line of Red Bud Lane, and from which a ½" capped iron rod found as a witness to the Northeast corner bears N 89° 42' 02" W, 38.19 ft.

THENCE along the East line at the herein described tract and the West r-o-w line of Red Bud Lane, S 00° 05' 25" W, 250.55 ft., to the Southeast corner hereof (no monument recovered), and from which a ½" capped iron rod found as a witness to the Southeast corner bears, N 89° 54' 00" W, 36.28 ft.

THENCE, along the dividing line of the above said Clark and Carlin tracts, N 89° 54' 00" W, 432.13 ft. to the P.O.B.

TRACT 6

BEING 2.50 acres of land in the Joseph Marshall Survey, Abstract No. 409 in Williamson County, Texas, being Lot 6 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947, from Paul T. Brown and wife, Flossie Brown, to M. H. Freeman and wife, Vera Maurine Freeman, of record in Volume 343, Page 229 of the Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin found in the west Right-of-way line of County Road 122, also being on the East boundary of said 30.00 acre tract, said point bears N 00° 05' 00" E, 755.73 feet from the common Southeast corner of said 30.00 acre tract, said 76.00 acre tract and said survey for the Northeast corner hereof, said Point B, said Point also being the center line of a 50.00 foot wide easement;

THENCE, with the common East line of said 30.00 acre tract, said 76.00 acre tract and said survey, said line also being the West Right-of-way line of said County road, S 00° 05' 00" W at 25.00 feet pass an iron pin set for the Southeast corner of a 50.00 foot wide easement, 252.40 feet to Point A, being an iron pin set for the Southeast corner of said lot, said point also being the Northeast corner of Lot 4;

THENCE, leaving said line and continuing with the common boundary line of Lots 4 and 6, N 89° 55' 00" W at 15.00 feet pass the Easterly line of a 15.00 foot wide easement described below, 432.13 feet to an iron pin set marking the Southwest corner hereof, said point also being the common corner of Lots 3, 4, 5, and 6;

THENCE, leaving said line and continuing with the common boundary line of Lot 5 and Lot 6, N 00° 05' 00" E, at 227.01 feet pass the Southwest corner of said 50.00 foot wide easement, 252.01 feet to an iron pin set for the Northwest corner hereof, said point also being the center line of said 50.00 foot wide easement, said point also being the common corner of Lots 5, 6, 7 and 8;

THENCE, leaving said line and continuing with the common boundary line of Lot 6 and Lot 8, N 89° 55' 00" E, at 417.00 feet pass the Easterly line of said 15.00 foot wide easement, 432.13 feet to the POINT OF BEGINNING, containing 2.50 acres of land more or less, (the "Property").

TRACT 8

BEING 2.50 acres of land in the Joseph Marshall Survey, Abstract No. 409 in Williamson County, Texas, being further described as Lot 8 out of the South 30.00 acres of a 76.00 acre tract of land conveyed by deed dated May 16, 1947, from Paul T. Brown and wife Flossie Brown to M. H. Freeman and wife Vera Maurine Freeman, recorded in Volume 343, Page 229, Deed Records of said County and State, more particularly described as follows:

BEGINNING at an iron pin found in the West Right-of-way line of County Road 122, also being on the East boundary of said 30.00 acre tract, said point bears N 00° 05' 00" E, 1007.74 feet from the common southeast corner of said 30.00 acre tract, said 76.00 acre tract and said survey, for the Northeast corner hereof;

THENCE, with the common East line of said 30.00 acre tract, said 76.00 acre tract, and said survey, said line also being the West Right-of-way line of said County road, S 00° 05' 00" W at 227.01 feet pass an iron pin set for the Northeast corner of a 50.00 foot wide easement, 252.40 feet to Point A, being an iron pin set for the Southeast corner of said lot, said point also being the Northeast corner of Lot 6 and the center line of said easement;

THENCE, leaving said line and continuing with the common boundary line of Lot 6 and Lot 8, also being the center line of said easement, N 89° 55' 00" W at 15.00 feet pass the Easterly line of a 15.00 foot wide easement described below, 432.13 feet to an iron pin set marking the Westerly terminus of said 50.00 foot easement, the common corner of Lots 5, 6, 7, and 8 for the Southwest corner hereof;

THENCE, leaving said line and continuing with the common boundary line of Lots 7 and 8, N 00° 05' 00" E at 25.00 feet pass the Northwest corner of said 50.00 foot easement, 252.01 feet to an iron pin set on the common boundary line of Lot 8 and Lot 10 of said 30.00 acre tract for the Northwest corner hereof;

THENCE, leaving said line and continuing with the common North boundary line of Lot 8 and Lot 10, S 89° 55' 00" E at 417.13 feet pass the Westerly line of said 15.00 foot easement, 432.13 feet to the POINT OF BEGINNING, containing 2.50 acres of land more or less.

EXHIBIT B-3

DESCRIPTION OF PARCEL 3

Parcel 3 consists of Tract 2 of the unrecorded subdivision of Highland Terrace, as more particularly described in the following field notes.

TRACT 2

VOL 1747 PAGE 416

EXHIBIT "A"

SURVEY NO. 89005
2.500 ACRES

BEING 2.500 ACRES OF LAND OUT OF THE JOSEPH MARSHALL SURVEY ABSTRACT NO. 409, SITUATED IN WILLIAMSON COUNTY, TEXAS, BEING LOT 2 OF HIGHLAND TERRACE, AN UNRECORDED SUBDIVISION, AND BEING ALL OF THAT CERTAIN 2.500 ACRE TRACT OF LAND CALLED TRACT 1 DESCRIBED IN VOLUME 855, PAGE 340, WILLIAMSON COUNTY DEED RECORDS, SAID 2.500 ACRES OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at an iron rod found on the west right-of-way line of County Road No. 122, being the southeast corner of the said Lot 2, for the southeast corner hereof;

THENCE, with the south line of the said Lot 2, N89°57'22"E, 432.18 feet to an iron rod found at the southwest corner of said Lot 2, being the southeast corner of Lot 1, for the southwest corner hereof;

THENCE, with the west line of said Lot 2, N00°05'33"E, at 227.15 feet passing an iron rod found, continuing on, in all, a total of 252.22 feet to an iron rod found at the northwest corner of said Lot 2, being the southwest corner of Lot 4, for the northwest corner hereof;

THENCE, with the north line of said Lot 2, being the south line of said Lot 4, S89°53'43"E, 432.14 feet to an iron rod found on the west line of the said County Road No. 122, at the northeast corner of said Lot 2, being the southeast corner of said Lot 4, for the northeast corner hereof;

THENCE, with the west line of the said County Road No. 122, S00°05'00"W, at 24.83 feet passing an iron rod found, continuing on, in all, a total of 251.76 feet to the PLACE OF BEGINNING, containing 2.500 acres of land, more or less.

CRENSHAW ENGINEERING, INC.

Paul L. Easley
Paul L. Easley, Registered
Public Surveyor No. 4432



1-10-89
Date

James H. Boydston
COUNTY CLERK

FILED FOR RECORD
WILLIAMSON COUNTY, TX
1989 JAN 24 PM 2:40

STATE OF TEXAS COUNTY OF WILLIAMSON
I hereby certify that this instrument was FILED
on the date and at the time stamped hereon
by me; and was duly RECORDED, in the Volume
and Page of the named RECORDS of Williamson
County, Texas, as stamped hereon by me, on

JAN 25 1985



James H. Boydston
COUNTY CLERK
WILLIAMSON COUNTY, TEXAS

EXHIBIT C

DEVELOPMENT STANDARDS FOR PARCEL 1

In accordance with Section 11.314 of the Round Rock Zoning Ordinance, the following use regulations, design standards and development standards shall apply to all development on the portion of the Property identified as Parcel 1 on the Parcel Map, attached to this ordinance as **Exhibit "B"**, and further described by metes and bounds in **Exhibit "B-1"**. Unless otherwise defined, all terms used shall correspond to the definitions in the City of Round Rock Code of Ordinances.

1. HOURS OF OPERATION

Office hours shall not begin before 7:00 a.m. nor extend past 7:00 p.m.

2. BUILDING SIZE

Individual buildings shall be limited to a maximum size of 4,000 square feet of gross floor area. More than one building may be located on a lot.

3. ORIENTATION

Buildings within one hundred and fifty (150) feet of the rear property line abutting Lake Forest and Forest Ridge Subdivisions shall be generally aligned parallel with the rear property line. Front doors or any doors used for loading purposes on new buildings, including gates on dumpsters, shall not face directly onto the required fifty (50) foot landscape buffer abutting Lake Forest or Forest Ridge Subdivisions.

Buildings within fifty (50) feet of 1620 Red Bud Lane shall be generally aligned parallel with the property line of 1620 Red Bud Lane. Front doors or any doors used for loading purposes on new buildings, including gates on dumpsters, shall not face directly onto the required twenty-five (25) foot landscape buffer abutting the western and northern property lines of 1620 Red Bud Lane.

4. FENCING

Compatibility fencing required by the Code shall be installed prior to site development and building construction.

5. DESIGN STANDARDS

5.1 Masonry

The exterior finish of all buildings shall be stone or brick, except for doors, windows and trim. Cement-based stucco may be used in combination with tile roofing only.

5.2 Pitched Roof

Roof sections shall have a pitch no less than 4:12 and no greater than 8:12.

5.3 Roofing Materials

Roofing material shall be 25-year architectural dimensional shingles, tile, concrete or standing seam pre-finished metal. The color shall be restricted to earth tones (shades of brown, grey or green).

6. SETBACKS

6.1 Prohibited Structures within 150 Feet

Detention facilities, light fixtures above three (3) feet high, dumpsters, drive aisles and parking areas are not permitted within one hundred fifty (150) feet of a property line abutting Lake Forest or Forest Ridge Subdivisions unless they are screened from the abutting Lake Forest or Forest Ridge lots by an intervening building.

6.2 Prohibited Structures within 50 Feet

Notwithstanding Section 6.1 above, no structures are permitted within fifty (50) feet of a property line abutting Lake Forest or Forest Ridge Subdivisions except for the required compatibility fencing. This area shall be used for landscaping or open space only (including the required fifteen (15) foot landscape buffer in accordance with Section 11.501 of the Round Rock Zoning Ordinance, with the remaining area planted with grasses, groundcover and/or more intensive landscaping).

6.3 Setbacks Abutting 1620 Red Bud Lane

No structures are permitted within twenty-five (25) feet of a property line abutting the tract located at 1620 Red Bud Lane except for the required compatibility fencing. This area shall be used for landscaping or open space only (including the required fifteen (15) foot landscape buffer in accordance with Section 11.501 of the Round Rock Zoning Ordinance,

with the remaining area planted with grasses, groundcover and/or more intensive landscaping).

In addition, light fixtures above three (3) feet high and dumpsters are not permitted within fifty (50) feet of a property line abutting the tract located at 1620 Red Bud Lane.

In the event that the zoning on the tract located at 1620 Red Bud Lane is changed to a zoning district other than single-family residential, the restrictions specified in this Section 6.3 may be administratively amended in accordance with Section II.13.

6.4 Setbacks and Access Easements

In the event that existing access easements abut a property line, setbacks and required landscape buffers shall be measured from the boundary of the access easement rather than the property line.

7. CONVERSION OF EXISTING RESIDENCES

The following exceptions apply to existing residences, as of the date of this Plan, that are converted for office use. These exemptions do not apply if additions are made to an existing residence.

7.1 Compatibility Landscaping and Fencing

Existing residences may be converted for office use without installing the fifteen (15) foot landscaped buffer adjacent to single-family zoned lots required by Code. Only compatibility fencing shall be required. The requirement for compatibility fencing shall only apply to property lines abutting Lake Forest or Forest Ridge Subdivisions.

7.2 Street Yard Landscaping

Only the landscaping requirements associated with parking area screening shall be required for existing residences converted for office use. Additional street yard requirements shall not apply.

7.3 Size and Height

Existing residences greater than 4,000 square feet and more than one (1) story may be used in their entirety as offices.

7.4 Design Standards

Existing residences converted for office use are exempt from the design standards specified in Section 4 of this **Exhibit "C"**.

7.5 Utilities

The requirement for underground utilities shall not apply to existing residences converted for office use.

7.6 Setbacks

Existing residences in violation of the setbacks established by this Plan shall be considered legally non-conforming and shall be allowed to remain in place but not expanded.

EXHIBIT D

DEVELOPMENT STANDARDS FOR PARCEL 2

In accordance with Section 11.314 of the Round Rock Zoning Ordinance, the following use regulations, design standards and development standards shall apply to all development on the portion of the Property identified as Parcel 2 on the Parcel Map, attached to this ordinance as **Exhibit "B"**, and further described by metes and bounds in **Exhibit "B-2"**. Unless otherwise defined, all terms used shall correspond to the definitions in the City of Round Rock Code of Ordinances.

1. BUILDING SIZE

Individual buildings within one hundred (100) feet of the northern boundary of Parcel 2 shall be limited to a maximum size of 4,000 square feet of gross floor area. More than one building may be located on a lot.

2. ORIENTATION

Buildings within one hundred and fifty (150) feet of the northern boundary of Parcel 2 shall be generally aligned parallel with the northern boundary line of Parcel 2. Front doors or any doors used for loading purposes on new buildings, including gates on dumpsters, shall not face directly onto the required fifty (50) foot landscape buffer abutting the northern boundary of Parcel 2.

3. FENCING

Compatibility fencing required by the Code shall be installed along the northern boundary of Parcel 2 prior to site development and building construction.

4. SETBACKS

4.1 Prohibited Structures within 150 Feet

Detention facilities, light fixtures above three (3) feet high, dumpsters, drive aisles and parking areas are not permitted within one hundred fifty (150) feet of the northern boundary of Parcel 2 unless they are screened from the adjacent property by an intervening building.

4.2 Prohibited Structures within 50 Feet

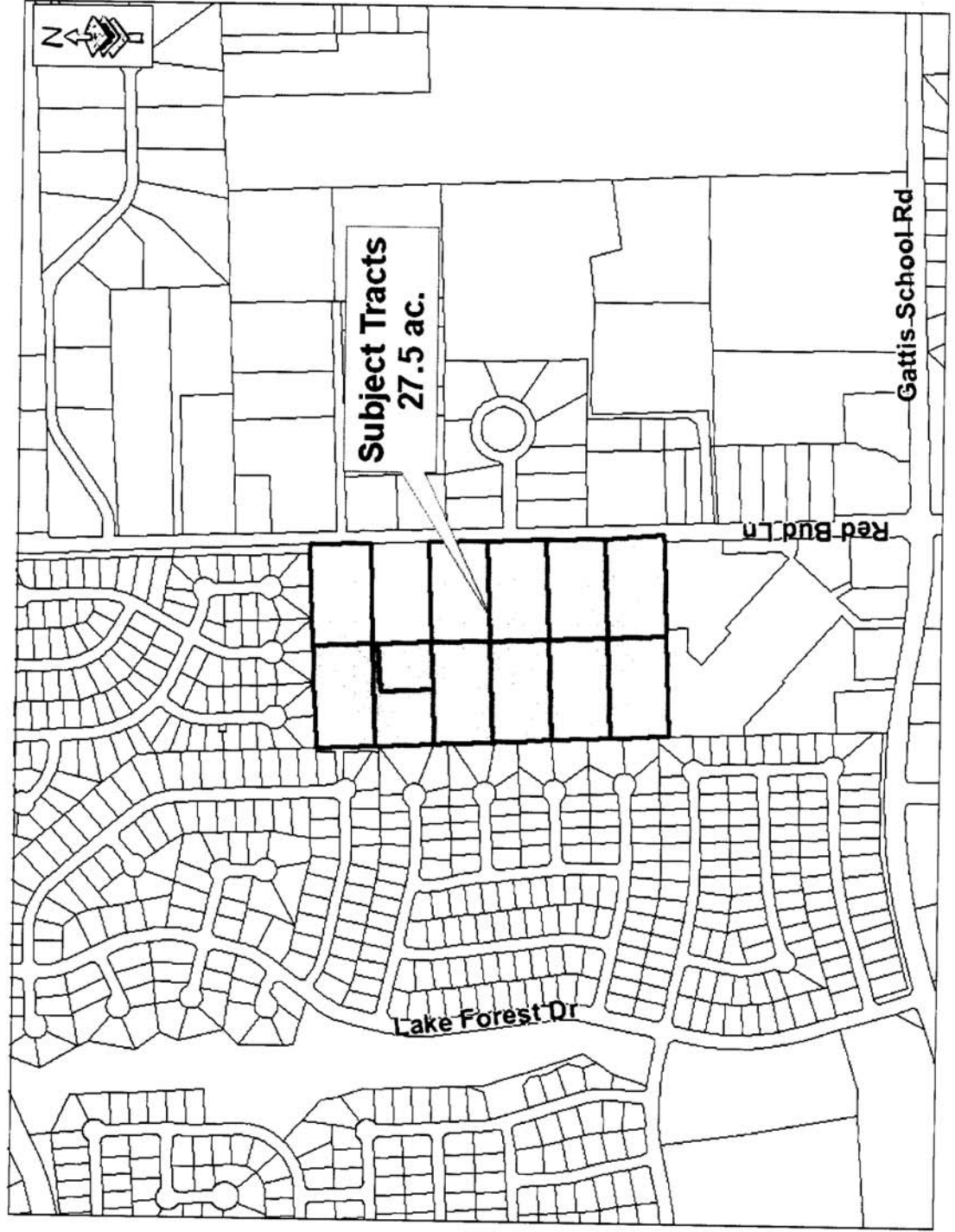
Notwithstanding the above, no structures are permitted within fifty (50) feet of the northern boundary of Parcel 2 except for the required

compatibility fencing. This area shall be used for landscaping or open space only (including the required fifteen (15) foot landscape buffer in accordance with Section 11.501 of the Round Rock Zoning Ordinance, with the remaining area planted with grasses, groundcover and/or more intensive landscaping).

5. CHANGES TO REGULATIONS

In the event that the zoning on the adjacent property to the north of Parcel 2 is changed to a zoning district other than single-family residential, the restrictions specified in this **Exhibit "D"** may be administratively amended in accordance with Section II.13.

Original Zoning of PUD 69 Highland Terrace



DEVELOPMENT PARCELS

