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SUPPLEMENTARY DECLARATION NO. 210

LAS COLINAS AREA CCX

DALLAS COUNTY, TEXAS

This Supplementary Declaration, made this 14 day of June, 2007, by HINES LAS COLINAS LAND LIMITED PARTNERSHIP, hereinafter called the "Declarant").

- A. Declarant's predecessor in interest, Las Colinas Corporation ("LCC"), executed a Declaration (as previously corrected and supplemented (the "Declaration") on the 22nd of August, 1973, applicable to certain real property described in Exhibit "A" thereto and located in or adjacent to the City of Irving, County of Dallas, State of Texas.
- B. The Declaration was filed of record in Volume 73166, Page 1001, of the Deed Records of Dallas County, Texas, a Correction to Declaration was filed of record in Volume 77154, Page 1096, of the Deed Records of Dallas County, Texas, a Second Correction to Declaration was filed of record in Volume 79122, Page 0749, of the Deed Records of Dallas County, Texas, and a Third Correction to Declaration was filed of record in Volume 82071, Page 3244, of the Deed Records of Dallas County, Texas.
- C. LCC assigned all of its rights as "Declarant" under the Declaration to Las Colinas Land Limited Partnership ("LCLLP") pursuant to a Corrected Assignment and Transfer of Rights of Declarant under Declaration dated as of June 29, 1989, recorded in Volume 92041, Page 0446, of the Deed Records of Dallas County, Texas.
- D. LCLLP assigned all of its rights as "Declarant" under the Declaration to Declarant pursuant to an Assignment and Transfer of Rights of Declarant and Class B Member under Declaration dated as of December 23, 2005, recorded in Volume 200503641275, Deed Records, Dallas County, Texas.
- E. Additional real property has been added to the scheme of the Declaration as contemplated in Article I, Section 3, thereof by recording Supplementary Declarations in the Deed Records of Dallas County, Texas.
- F. Article V of the Declaration (entitled Protective Covenants), as originally written and as modified by the previous Supplementary Declarations is applicable only to the real property described in Exhibit "A" to the Declaration and in Exhibits to the previous Supplementary Declarations and not to additional real property which may be added to the scheme of the Declaration by subsequent Supplementary Declarations.
- G. Article I, Section 3, of the Declaration permits the addition of additional property to the scheme thereof by filing a Supplementary Declaration of record, which Supplementary Declaration may modify Article V of the Declaration as it pertains to the additional property.

- H. Declarant desires to add additional property located within the boundaries of the property described in Exhibit "A-210" to the Declaration to the scheme of the Declaration and to modify Article V of the Declaration as it pertains to the additional property.
- I. The following terms have the following definitions: **Association** means The Las Colinas Association; **Architectural Control Committee** means the Architectural Control Committee of The Las Colinas Association; **District** means the Dallas County Utility and Reclamation District; and **Owner** means each and every person, persons or legal entity who owns fee simple title to any unit, lot, tract, or parcel of land in the Properties. All capitalized terms not defined herein shall have the same meaning as set forth in the Declaration.

NOW THEREFORE, Declarant declares as follows:

1. The real property (the **Property**) described in Exhibit "A-210" attached hereto and incorporated herein by reference for all purposes (designated as **Area CCX** for purposes of this Supplementary Declaration) is and shall be subject to the scheme of the Declaration, and is and shall be held, transferred, sold, conveyed, used, and occupied subject to the covenants, restrictions, easements, charges, and liens set forth in the Declaration (the Declaration being incorporated herein by reference for all purposes) as modified herein.
2. Article V of the Declaration is modified by the addition thereto of the following Section 210, which is applicable only to Area CCX:

Section 210. Covenants Applicable to Area CCX. The following provisions are applicable to any and all construction, improvement, alteration, addition, and use of, in, or to Area CCX of the Properties:

a. Use Limitations.

- 1) Sites in Area CCX may be used for restaurants, health clubs, shopping centers, free standing retail facilities, retail, movie theatres, indoor and outdoor entertainment uses, banking and financial institutions, hotels, office buildings (including professional and medical offices) and related facilities, multi-family (for rent or for sale) townhouse and/or residential facilities incorporated into a mixed-use environment (the intent is to exclude stand alone residential facilities), structured parking facilities (including surface, subterranean and free standing garages servicing both on-site and off-site uses), and open space uses. The maximum allowable number of residential units in Area CCX will be 250. The following uses of sites in Area CCX are not permitted:
- A) No more than 3 for-sale residential dwellings within the Property may be sold to or owned by any one Owner other than the original developer of the residential portion of the Property.
- B) No above ground level swimming pool may be installed on the

Property. The foregoing shall not be construed to prohibit the installation of a swimming pool within a building above the ground floor (as, for example, a pool installed on an upper floor of a hotel), for so long as such pool otherwise complies with the requirements of this Supplementary Declaration. Any swimming pool on the Property shall be designed and engineered utilizing the data provided by a geotechnical soils report prepared by a geotechnical engineering firm with adequate surface and subsurface drainage provided. The soils investigation and analysis shall be prepared and stamped or sealed by a registered professional engineer.

- 2) Sites in Area CCX may not be used for:
 - A) Any use which involves a noxious odor or any excessive noise level which constitutes a public nuisance.
 - B) Any use which is not expressly permitted by this Section 210.

b. Minimum Setback Lines.

- 1) No structure of any kind and no part thereof may be placed within these setback lines
 - A) 50 feet from SH161 frontage road right-of-way,
 - B) 30 feet from Las Colinas Boulevard,
 - C) 30 feet from Fluor Drive.
 - D) Setbacks from interior property lines, private or other public streets shall be as required by the City of Irving.
- 2) The following improvements are expressly excluded from this restriction:
 - A) Structures below and covered by the ground;
 - B) Steps, walks, driveways and curbing;
 - C) Landscaping;
 - D) Planters, hedges or fences not to exceed four (4) feet in height;
 - E) Guardhouses;
 - F) Gatehouses;
 - G) Aerial pedestrian crossings or connections;

- H) Canopies;
 - I) Minor encroachments of adequately screened parking structures or parking areas;
 - J) Lighting fixtures within parking areas in compliance with subsection i. below;
 - K) Awnings;
 - L) Signage as permitted under Section 2.e.; and
 - M) Gateway feature
- 3) Declarant may grant exceptions to or variances from any setback lines established in b (1) above, provided that any variances of exceptions must be in writing.

c. Parking Areas. Parking areas shall:

- 1) Be curbed and guttered with concrete and paved with 5" reinforced concrete placed on a 6" lime stabilized base or an equivalent pavement section engineered by a registered professional engineer as approved by the Architectural Control Committee.
- 2) Have a maximum grade slope of 5% and a minimum grade slope of 1%.
- 3) Not be provided in front of the minimum parking setback lines to any public street.
- 4) Be adequately screened by use of berms, trees, landscaping or other means reasonably acceptable to the Architectural Control Committee in accordance with its customary use of discretion. Screening shall occur between all surfaced parking lots, adjacent public streets and adjacent interior boundary lines.
- 5) Be sufficient to accommodate all parking needs for residents, employees, company vehicles, customers, and visitors. Parking shall meet or exceed the parking requirements of the City of Irving Development Codes, and Zoning and Subdivision Ordinances as amended from time to time or as otherwise approved by the City of Irving.

Declarant may grant exceptions to or variances from any part of this subsection c., provided that any variances or exceptions must be in writing.

d. Driveways. Driveways shall:

- 1) Be constructed as specified in subsection c (1) above.

- 2) Have a minimum width of 12 feet.
- e. Signs. All signs must be approved by the Architectural Control Committee in writing prior to installation and must meet the following requirements:
- 1) A Master Signage Plan for Area CCX must be developed by the property owner and be submitted for approval by the Architectural Control Committee. All signs must be in compliance with this Master Signage Plan as a condition to being considered for approval by the Architectural Control Committee. The Master Signage Plan must be based on these criteria:
 - A) Building signage must be compatible with the building elevation in size, shape, color and location. Signage which establishes project identity is encouraged. The height of letters used on any exterior building front must be approved by the Architectural Control Committee as part of the Master Signage Plan.
 - B) Monument signage must be consistent with the standards for monument signs adopted for Las Colinas by the Architectural Control Committee, except that Declarant authorizes:
 - (i) The construction of two (2) special monument signs which must be located within Area CCX near and along the SH161 service road which must not exceed thirty feet (30') in height, and meet the specifications listed in Annex 2, Part B hereto (Annex 2, Part A is provided as an example of the desired sign);
 - (ii) The construction of two (2) special monument signs which must be located within Area CCX near and along Las Colinas Boulevard and which must not exceed fifteen (15) in height as measured from the ground level to the top member of the sign, and meet the specifications listed in Annex 2, Part B hereto; and
 - (iii) The construction of one (1) special monument sign for each freestanding building.
 - C) Pylon (and pole) signs are not permitted within CCX.
 - 2) All signs and the wording and logos thereon must be approved by the Architectural Control Committee in writing prior to installation. Normally this approval will be limited to those signs which:
 - A) identify the name and business of the occupant, or which give directions, or which offer the premises for sale or for lease;
 - B) are not of an unusual size or shape when compared to the building or buildings on the premises; and

C) preserve the quality and atmosphere of the area.

- 3) No signs, symbols, advertising insignia or similar items will be permitted on top of or on the face of buildings at a location higher than the area immediately above those levels where there are outside entrances into such buildings; provided, Declarant may grant exceptions to or variances from the restrictions in this sentence as long as same are in writing. Signs of a flashing or moving character or inappropriately colored signs will not be permitted except such signage as is permitted by the Master Signage Plan (any such signage to be located only in the interior of the improvements located on the Property and screened from view from George Bush Tollway (S.H.-161) frontage road, Las Colinas Boulevard and Fluor Drive in a manner and at a location approved in writing by the Architectural Control Committee). The Association shall have the right to remove any sign erected without written approval.

f. Landscaping. Landscaping must:

- 1) Be completed in connection with the construction of improvements in each phase on all sites contemporaneously with completion of other improvements, but in no event later than 90 days after first occupancy of buildings within that phase. The Owner may request an extension of time based on extenuating circumstances such as the City of Irving's Water Conservation policy, seasonal considerations and/or delays related to phasing of construction. Extensions must be approved in writing by the Architectural Control Committee, which extension shall not be unreasonably withheld.
- 2) Conform to a landscaping plan approved by the Architectural Control Committee under Article IV of the Declaration. Normally, approval will be limited to landscaping plans which:
- A) Provide underground automatic sprinkling systems for all landscaped areas;
 - B) Preserve existing trees to the extent practical;
 - C) Permit reasonable access to public and private utility lines and easements for installation and repair; and
 - D) Alternatively, either include at least one (1) tree for each 3,500 square feet of area between exterior building and parking structure walls and public street right-of-way or adjacent boundary lines or, if proposed by the owner, include a lesser number of trees if the owner's plan is based on using trees, excluding decorative trees, which are either 6" caliper ball and burlap trees or 200 gallon containerized trees.

- 3) Owners shall provide landscaping, including hardscape structures and walks as well as plant materials within the right-of-way areas adjacent to any public or private street in accordance with plans submitted by the owners and subjectively approved by the Architectural Control Committee. Owners shall maintain the improvements within these areas in accordance with standards established from time to time by the Association.

g. Screening.

- 1) Storage areas, incinerators, storage tanks, trucks based on the premises, roof objects (including fans, vents, cooling towers, skylights and all roof mounted equipment which rises above the roof line), trash containers and maintenance facilities must either be housed in closed buildings or otherwise screened from public view in a manner and at a location approved in writing by the Architectural Control Committee. The back side portion of applicable improvements in Area CCX, including without limitation loadings docks and areas, shall be screened from public view in a manner and at a location approved in writing by the Architectural Control Committee. Such screening at ground level would normally include landscaping, earthen berms or permanent fences of solid materials and be located as far from property lines as reasonably possible.
- 2) Except as otherwise governed by federal statutes and/or rules and regulations of the Federal Communications Commission, the use of antennas, including without limitation, dish type antennas, and towers must be approved by the Architectural Control Committee, which may consider things like size, location, and ability to screen the antenna(s) and tower(s) from view from adjacent properties and from public and private streets and highways.

h. Loading Docks and Areas.

- 1) Loading docks and areas shall preferably not be located on the public street side of any building or structure. The Architectural Control Committee may approve other locations in writing (subject to express screening requirements).
- 2) Loading areas may not encroach setback areas, except that Declarant may give written approval for such encroachments in connection with the approval of side street loading areas for corner buildings.
- 3) Loading docks and areas shall be screened in a manner approved in writing by the Architectural Control Committee considering factors like location and views from adjacent or nearby properties and public rights-of-way and architecturally treated to minimize the impact and/or views from adjacent and nearby properties.

- i. Exterior Illumination. Illumination is required for all exterior building walls that may be viewed from existing or proposed public or private streets and for all parking areas and walkways around and between buildings and parking garages unless otherwise waived or modified by Declarant in writing. All exterior illumination must conform to plans approved in writing by the Architectural Control Committee pursuant to Article IV of the Declaration.

- j. Construction Standards.
 - 1) All building sides up to and including the third level must be faced with face brick, stone, or stucco portland cement (also known as real plaster, not exterior insulation and finish system or similar material), or with other quality face materials as may be approved in writing by the Architectural Control Committee. Architectural concrete pre-cast panels may be used with written approval of the Architectural Control Committee. Site cast, tilt wall panels may be used with prior written approval of the Architectural Control Committee provided the panels must be faced as stipulated above. Exterior insulating and finishing system (EIFS) material is allowable on all levels for use as architectural accents and features (but not for structural elements). Roofing material, with the exception of flat roofs, shall be concrete tile, ceramic tile, stone coated metal tile, metal tile, standing seam metal, slate or artificial slate, or an equivalent quality of product approved by the Architectural Control Committee in writing. Windows or other openings may not be glazed or reglazed with mirrored or reflective glass and the spandrel area between windows or other openings may not be faced with a glass material without prior written approval of both the Architectural Control Committee and Declarant.

 - 2) Construction must conform to shell plans and specifications approved in writing by the Architectural Control Committee (interior finish plans and specifications do not require submittal to the Architectural Control Committee for approval). Normally, approval is limited to those plans which:
 - A) Do not include wooden frames, unless approved in writing by the Declarant and Architectural Control Committee;

 - B) Preserve the quality and atmosphere of the area and do not detract from adjacent property; and

 - C) Do not include exterior fire escapes.

 - 3) Facilities for the collection, storage, sorting, removing, and disposing of all waste materials must be housed or screened in a manner approved in writing by the Architectural Control Committee. All facilities and plans for the disposal of wastes other than through public sanitary sewers (such other methods including, without limitation, shredding, compaction,

incineration, reclamation, or chemical dissolution) must be approved in writing by the Architectural Control Committee.

- 4) All structures must be equipped with gutters, downspouts, and/or other drainage conveyances.
- 5) No excavation may be made except in conjunction with construction or maintenance of improvements or infrastructure. When the improvement, infrastructure, or maintenance is completed, all exposed openings must be back filled, compacted, and graded.
- 6) All utility lines (public or private) must be underground.
- 7) Once commenced, construction of improvements must be diligently pursued so it is not left in a partly finished condition for a period longer than 120 days without written approval from the Architectural Control Committee.

k. Infrastructure Construction.

If an owner elects to commence construction of infrastructure improvements in Area CCX prior to construction of any buildings, the owner must submit the following to the Architectural Control Committee for its approval prior to commencing construction of the infrastructure improvements:

- 1) Complete plans and specifications for the infrastructure improvements, including, without limitation, plans and specifications for all parking areas, private streets, sidewalks, landscaping (both softscape and hardscape features), and foundation pads for future buildings, if applicable.
- 2) A list of proposed exterior building materials and exterior colors for future buildings to be constructed in Area CCX (as approved by the Architectural Control Committee, the Approved Exterior Materials and Colors List).

When the owner submits its plans and specifications for each future building to be constructed in Area CCX, it must use materials and colors from the Approved Exterior Materials and Colors List.

3. No approval of plans and specifications and no publication of requirements or guidelines herein, or in the Declaration or otherwise by the Association or the Architectural Control Committee or granting of any exceptions or variances by Declarant may be construed as representing or implying that improvements built in accordance therewith will be free of defects or comply with applicable laws or ordinances. Any approvals and observations incident thereto concern matters of an aesthetic nature. No approvals and guidelines may be construed as representing or guaranteeing that any improvements built in accordance therewith will be designed or built in a good and workmanlike manner. The granting of any exceptions or variances by Declarant shall be in Declarant's sole discretion.

Declarant, the Association, their respective directors, officers, employees, and agents, the Architectural Control Committee, and members of the Architectural Control Committee are not responsible or liable in damages or otherwise to anyone submitting plans and specifications for approval or to any owner of land subject to the Declaration for any defects in any plans or specifications submitted, revised, or approved, any loss or damages to any person arising out of approval or disapproval or failure to approve or disapprove any plans or specifications, any loss or damage arising from the noncompliance of the plans or specifications with any governmental ordinance or regulation, or any defects in construction undertaken pursuant to the plans and specifications. Approval of plans and specifications by the Architectural Control Committee may not be construed as approval by the City of Irving, Texas, as the approval processes are mutually exclusive. Unconditional approval of a complete set of plans and specifications by the Architectural Control Committee satisfies the requirements of all applicable subsections of this Supplementary Declaration that require written approval by the Architectural Control Committee for the plans and specifications. Any determination made by Declarant under this Supplementary Declaration, and the grant or denial of any exception or variance by Declarant under this Supplementary Declaration, is in Declarant's sole discretion.

4. The Declaration, except as expressly modified herein, remains in force and effect and is ratified and confirmed.

EXECUTED as of the day and year first written above.

HINES LAS COLINAS LAND LIMITED PARTNERSHIP, a
Texas limited partnership

By: Hines Las Colinas Land GP LLC,
its General Partner

By: Hines Interests Limited Partnership,
its sole member

By: Hines Holdings, Inc.,
its General Partner

Mark A. Cover
By: Mark A. Cover
Name: Mark A. Cover
Title: Executive Vice President

STATE OF TEXAS §
 Harris §
COUNTY OF ~~DALLAS~~ §

This instrument was acknowledged before me on
June 13, 2007, by Mark A. Cover, the

Executive Vice President of Hines Holdings, Inc.,
the General Partner of Hines Interests Limited Partnership, the sole member of
Hines Las Colinas Land GP LLC, the General Partner of Hines Las Colinas Land
Limited Partnership, a Texas limited partnership, on behalf of said corporation,
limited liability company and limited partnerships.

Adele T. Kline

Signature of Notary Public

[Personalized Notary Seal]

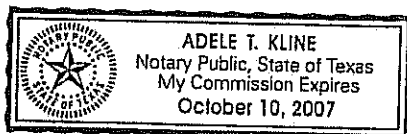


EXHIBIT A – 210

LAS COLINAS AREA CCX

LEGAL DESCRIPTION OF THE PROPERTY

Being an approximately 64.93 acre tract of land, situated in the R.W. Fryer Survey, Abstract No. 491 and the Oakley Glass Survey, Abstract No. 537 in the City of Irving, Dallas County, Texas and being a portion of that certain tract of land described as Tract 14-1 in Special Warranty Deed conveyed to Las Colinas Land Limited Partnership as recorded in Volume 89128, Page 0714, Deed Records, Dallas County, Texas and being more particularly described as follows:

BEGINNING at a 1/2 inch iron rod set for corner, said point being the west corner of a right-of-way clip at the intersection of the southeast line of State Highway 161 (a variable width right-of-way) and the southwest line of Las Colinas Boulevard (a variable width right-of-way);

THENCE South 79 degrees 07 minutes 00 seconds East, along the southerly line of said right-of-way clip and departing the southeasterly line of said State Highway 161, a distance of 123.58 feet to a 1/2 inch iron rod found with cap stamped "Pacheco Koch" for corner;

THENCE South 44 degrees 06 minutes 03 seconds East, along the southwesterly line of said Las Colinas Boulevard, a distance of 90.86 feet to a 1/2 inch iron rod found with cap stamped "Pacheco Koch" for corner, said point also being the beginning of a curve to the right having a radius of 1153.85 feet, a delta angle of 97 degrees 47 minutes 21 seconds, and a chord bearing and distance of South 04 degrees 53 minutes 53 seconds West, 1738.85 feet;

THENCE in a southeasterly direction along said curve to the right and along the southwesterly line of said Las Colinas Boulevard, an arc distance of 1969.32 feet to a 1/2 inch iron rod found for corner, said point being the beginning of a curve to the left having a radius of 1263.85 feet, a delta angle of 36 degrees 49 minutes 33 seconds, and a chord bearing and distance of South 35 degrees 22 minutes 47 seconds West, 798.41 feet;

THENCE in a southwesterly direction along said curve to the left, an arc distance of 812.32 feet to a 1/2 inch iron rod found for corner, said point being the beginning of a curve to the left having a radius of 893.50 feet, a delta angle of 10 degrees 56 minutes 30 seconds, and a chord bearing and distance of South 11 degrees 29 minutes 45 seconds West, 170.37 feet;

THENCE in a southwesterly direction along said curve to the left, an arc distance of 170.63 feet to a 1/2 inch iron rod found for corner said point being the beginning of a curve to the right having a radius of 90.50 feet, a delta angle of 83 degrees 33 minutes 13 seconds, and a chord bearing and distance of South 47 degrees 48 minutes 07 seconds West, 120.59 feet;

THENCE in a southwesterly direction along said curve to the left, an arc distance of 131.97 feet to a 1/2 inch iron rod found for corner, said point being at the intersection of the westerly line of said Las Colinas Boulevard and the northerly line of Patton Drive (a Variable width right-of-way), same point being the beginning of a curve to the left having a radius of 2009.50 feet, a delta angle of 03 degrees 49 minutes 37 seconds, and a chord bearing and distance of South 87 degrees 39 minutes 55 seconds West, 134.20 feet;
THENCE in a southwesterly direction along said curve to the left, an arc distance of 134.22 feet to a 1/2 inch iron rod found for corner, said point being the beginning of a curve to the right having a radius of 1990.50 feet, a delta angle of 04 degrees 29 minutes 28 seconds, and a chord bearing and distance of South 87 degrees 59 minutes 51 seconds West, 155.98 feet;

THENCE in a southwesterly direction along said curve to the right, an arc distance of 156.02 feet to a 1/2 inch iron rod found for corner, said point being at the southwesterly corner of said 64.93 acre tract of land being described and the southeast corner of a tract of land conveyed to HCA Health Services of Texas, Inc. by deed as recorded in Volume 95251, Page 4428, Deed Records, Dallas County, Texas;

THENCE North 00 degrees 05 minutes 56 seconds East, along the common line of said 64.93 acre Las Colinas Land Limited Partnership tract and said HCA Health Services Texas, Inc. tract, a distance of 329.20 feet to a 1/2 inch iron rod set for corner;

THENCE North 25 degrees 40 minutes 44 seconds West, continuing along the common line of said 64.93 acre Las Colinas Land Limited Partnership tract and said HCA Health Services Texas, Inc. tract, a distance of 371.08 feet to a 1/2 inch iron rod set for corner;

THENCE North 00 degrees 51 minutes 22 seconds East, continuing along the common line of said 64.93 acre Las Colinas Land Limited Partnership tract and said HCA Health Services Texas, Inc. tract, a distance of 250.00 feet to a 1/2 inch iron rod set for corner;

THENCE North 27 degrees 54 minutes 02 seconds West, continuing along the common line of said 64.93 acre Las Colinas Land Limited Partnership tract and said HCA Health Services Texas, Inc. tract, a distance of 415.97 feet to a 1/2 inch iron rod set for corner, said point being in the southeasterly line of a tract of land conveyed to CNL Retirement MOP by deed as recorded in Volume 2004089, Page 6526, Deed Records, Dallas County, Texas;

THENCE North 54 degrees 21 minutes 34 seconds East, along the common line of said 64.93 acre Las Colinas Land Limited Partnership tract and said CNL Retirement MOP tract, a distance of 121.18 feet to a 1/2 inch iron rod set for corner, said point being the east corner of said CNL Retirement MOP tract;

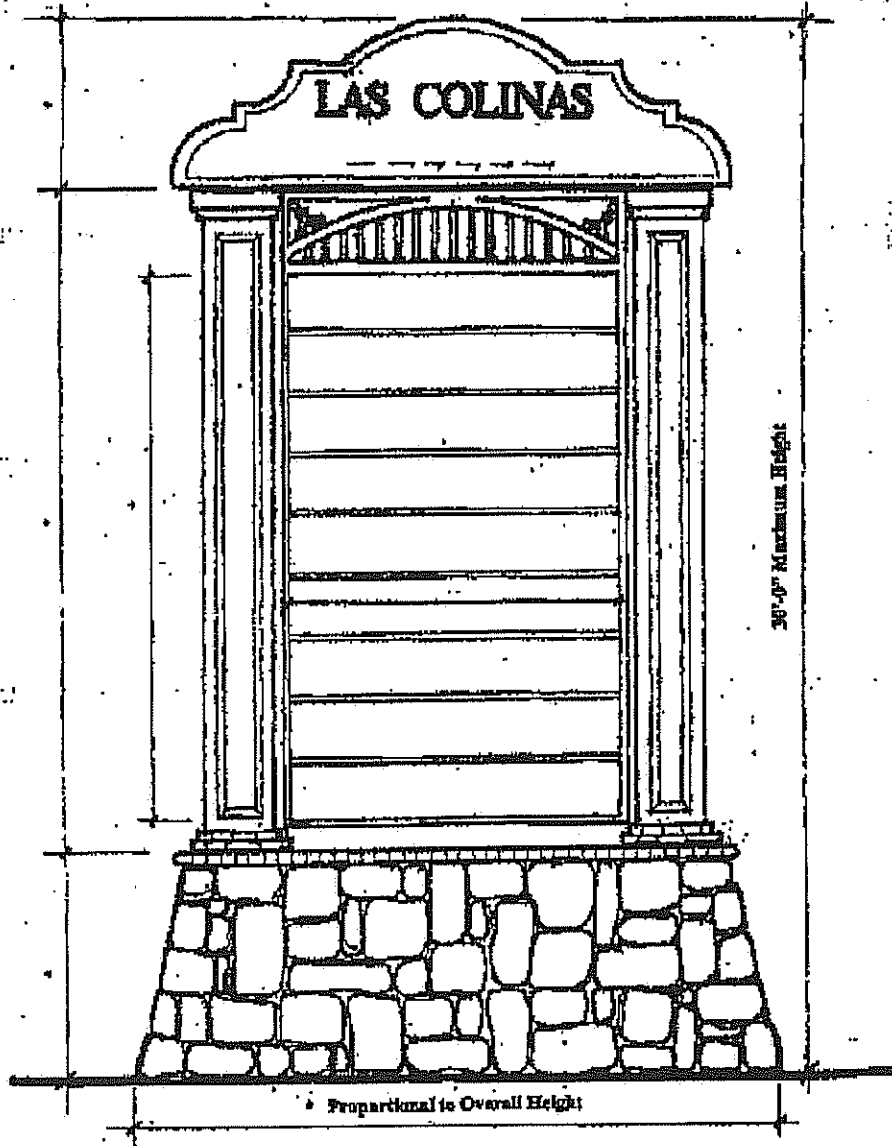
THENCE North 29 degrees 03 minutes 50 seconds West, continuing along the common line of said 64.93 acre Las Colinas Land Limited Partnership tract and said CNL Retirement MOP tract, a distance of 404.81 feet to a 1/2 inch iron rod set for corner, said point being the north corner of said CNL Retirement MOP tract, said point also being in the southeasterly line of said State Highway 161;

THENCE North 50 degrees 56 minutes 54 seconds East, along the southeasterly line of said State Highway 161, a distance of 1330.42 feet to a Tx. DOT Monument found for corner;

THENCE North 56 degrees 20 minutes 30 seconds East, continuing along the southeasterly line of said State Highway 161, a distance of 276.11 feet to a 1/2 inch iron rod set for corner;

THENCE North 57 degrees 36 minutes 53 seconds East, continuing along the southeasterly line of said State Highway 161, a distance of 39.11 feet to the POINT of BEGINNING and containing 2,628,348 square feet or 64.93 acres of land.

ANNEX 2
PART A
SPECIAL MONUMENT SIGN



ANNEX 2

PART B. SPECIFICATIONS FOR SPECIAL MONUMENT SIGN

(30' MAXIMUM HEIGHT)

1. Height

To the extent the monument sign lists three (3) or more tenants, the height must not exceed Thirty Feet (30') as measured from finished ground level to the top of the special monument sign. To the extent the monument sign lists one (1) to two (2) tenants, the height must not exceed Fifteen Feet (15') as measured from finished ground level to the top of the monument sign. This specification includes the proposed maximum fifteen foot (15') sign.

2. Structural Design

The structural design, including skeletal materials, must be subject to approval by the Architectural Control Committee. The structure must be fully enclosed from top to bottom, with no poles exposed. The individual sign panels must fit within the framed unit.

3. Exterior or Architectural Design

The exterior or architectural design, including materials intended to be used for cladding of the skeletal structure, must be approved by the Architectural Control Committee. Design drawings are to include graphics and written details of all elements to be used on the sign. The colors to be used are to be specified with reference to the PANTONE Color Formula Guide.

4. Method of Illumination

The method of illumination, including design drawings, must be approved by the Architectural Control Committee.

5. Spacing.

The spacing between the four monument signs referenced in Sections 2.b.e.(1)(B)(i) and (ii) shall be a minimum of 750 linear feet apart.

FILED AND RECORDED



OFFICIAL PUBLIC RECORDS

A handwritten signature in black ink, appearing to be "JFW", is written over the text.

John F. Warren, County Clerk

Dallas County TEXAS

June 15, 2007 01:50:02 PM

FEE: \$72.00

20070215569


**ELECTRONICALLY RECORDED 201400111574
05/06/2014 04:13:11 PM AM 1/13**

**FIRST AMENDMENT TO
SUPPLEMENTARY DECLARATION NO. 210**

The Las Colinas Association, a Texas non-profit corporation, in executing this First Amendment to Supplementary Declaration No. 210 certifies and confirms that:

1. A meeting of the membership of the Association was held on April 21, 2014, pursuant to notice duly given in accordance with the Bylaws of the Association and the provisions of Section 2 of Article VIII of the Declaration for the purpose of approving the First Amendment to Supplementary Declaration No. 210 attached herewith.
2. A quorum of the membership of the Association was present at the meeting, either in person or by proxy.
3. To amend any existing Supplementary Declaration, Chapter 215.008(d) of the Texas Property Code states that notwithstanding any provision of the certificate of formation, declaration, or bylaws to the contrary, the declaration and any supplementary declaration, including amendments, modifications, or corrections, may be amended by a simple majority of the eligible votes being cast in favor of the amendment.
4. At the meeting, members holding 63.34% of the total eligible votes of the Association, with both classes of the membership voting together, voted in favor of the First Amendment to Supplementary Declaration No. 210 and, accordingly, such amendment was approved for filing.
5. The members of the Association voting by proxy in favor of the First Amendment to Supplementary Declaration No. 210 have duly appointed William F. Tichy or Carl W. McKee any of them acting alone or together as attorney-in-fact to sign this amendment to Supplementary Declaration No. 210 on behalf of said members. Proxies and Special Powers of Attorney for said members are on file as permanent records of The Las Colinas Association.

THE LAS COLINAS ASSOCIATION

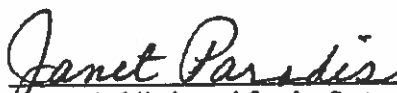
By: 
Ethan R. Bidne
President

THE STATE OF TEXAS §

COUNTY OF DALLAS §

This instrument was acknowledged before me on April 21, 2014, by Ethan R. Bidne, President of The Las Colinas Association, a Texas non-profit corporation, on behalf of said corporation.




Notary Public in and for the State of Texas

**FIRST AMENDMENT TO
SUPPLEMENTARY DECLARATION NO. 210
LAS COLINAS AREA CCX
DALLAS COUNTY, TEXAS**

This First Amendment to Supplementary Declaration No. 210, Las Colinas Area CCX ("First Amendment") is made as of the 21ST day of April, 2014 by THE LAS COLINAS ASSOCIATION, a Texas non-profit corporation, hereinafter called the "Association."

RECITALS:

A. The Las Colinas Corporation ("LCC"), a Texas corporation, executed a Declaration [for] Las Colinas Area I (as corrected and supplemented, the "Declaration") on the 22nd of August, 1973, applicable to certain real property described in Exhibit "A" thereto and located in or adjacent to the City of Irving, County of Dallas, State of Texas; and

B. The Declaration was filed of record in Volume 73166, Page 1001 et seq. of the Deed Records of Dallas County, Texas; a Correction to Declaration was filed of record in Volume 77154, Page 1096 et seq. of the Deed Records of Dallas County, Texas; a Second Correction to Declaration was filed of record in Volume 79122, Page 0749 et seq. of the Deed Records of Dallas County, Texas; and a Third Correction to Declaration was recorded in Volume 82071, Page 3244 et seq. of the Deed Records of Dallas County, Texas (such Declaration as so corrected being referred to as the "Declaration"). Section 3 of Article I of the Declaration specifies the manner in which additional property may be added to the scheme of the Declaration.

C. Las Colinas Area CCX ("Area CCX"), totaling 64.93 acres, was added to Las Colinas in 2007 pursuant to Supplementary Declaration No. 210, Las Colinas Area CCX, recorded as Instrument No. 20070215569 of the Official Public Records, Dallas County,

Texas, which Area CCX is described with particularity in Exhibit "A-210" attached to Supplementary Declaration No. 210 (the "Original Supplement").

D. The Original Supplement is applicable to a 64.93 acre tract of real property more particularly described in Exhibit "A-210" (the "Original Tract").

E. PR II Las Colinas LLC (the "Property Owner"), as the owner of the 64.93 acre tract described in Exhibit "A-210" attached hereto has requested to amend Article V, Section 210 of the Declaration to allow single family development with the restrictions contained in Exhibit "B-210" and to modify some of the provisions of Section 210.

F. Section 215.008(d) of the Texas Property Code provides that the Declaration and any supplementary declarations may be amended by a simple majority of the eligible votes of the membership being cast in favor of the amendment.

G. More than fifty percent (50%) of the eligible votes of the membership were cast to approve the following amendment of Article V, Section 210 of the Declaration, after due and proper notice, at a Special Meeting of the Association held on April 21, 2014.

NOW THEREFORE, the Declaration, as supplemented by the Original Supplement and as amended by this First Amendment to Supplementary Declaration No. 210, Las Colinas Area CCX, is hereby amended as follows:

1. That the Original Tract is and shall continue to be subject to the scheme of the Declaration, and is and shall continue to be held, transferred, sold, conveyed, used and occupied subject to the covenants, restrictions, easements, charges, assessments and liens set forth in the Declaration (as modified by Supplementary Declaration 210, Las Colinas Area CCX, and this First Amendment to Supplementary Declaration No. 210, Las Colinas Area CCX).

2. That Article V, Section 210, Subsection (a) entitled "Use Restrictions" of the Declaration is hereby amended to allow for single family detached residential dwellings by supplanting the current language:

a. Use Limitations.

Sites in Area CCX may be used for restaurants, health clubs, shopping center, free standing retail facilities, retail, movie theatres, indoor and outdoor entertainment uses, banking and financial institutions, hotels, office buildings (including professional and medical offices) and related facilities, multi-family (for rent or for sale) townhouse, and/or residential facilities incorporated into a mixed-use environment (the intent is to exclude stand-alone residential facilities), structured parking facilities (including surface, subterranean and free standing garages servicing both on-site and off-site uses), and open space uses. The maximum allowable number of residential units in Area CCX will be 250.

with the following:

a. Use Limitations:

Sites in Area CCX may be used for restaurants, health clubs, shopping center, free standing retail facilities, retail, movie theatres, indoor and outdoor entertainment uses, banking and financial institutions, hotels, office buildings (including professional and medical offices) and related facilities, multi-family (for rent or for sale), townhouse, and/or single family residential facilities, as further restricted by Exhibit "B-210", incorporated into, but not necessarily a part of, a mixed-use environment, structured parking facilities (including surface, subterranean and free standing garages servicing both on-site and off-site uses), and open space uses. The maximum allowable number of residential units in Area CCX will be 250."

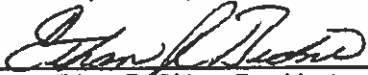
3. Exhibit "B-210" attached to this First Amendment is hereby attached to Supplementary Declaration No. 210 as Exhibit "B-210".

4. The recitals set forth above are hereby adopted by reference and declared to be true and correct.

5. Except as specifically modified by this First Amendment, Supplementary Declaration No. 210 remains in full force and effect.

EXECUTED as of the day and year first above written.

THE LAS COLINAS ASSOCIATION,
a Texas non-profit corporation

By: 
Ethan R. Bidne, President

STATE OF TEXAS

COUNTY OF DALLAS

This instrument was acknowledged before me on the 21ST day of April, 2014, by Ethan R. Bidne, President of The Las Colinas Association, a Texas non-profit corporation, on behalf of such corporation.


Notary Public in and for the State of Texas



My Commission expires: 11-17-2017

EXHIBIT "B-210"

RESTRICTIONS ON SINGLE FAMILY RESIDENTIAL DWELLINGS

a. Use Limitations. Sites in Area 210 as located within land as described in Exhibit "A-210" may be used for single family residential dwellings (as defined by The Las Colinas Association), and for parks and open spaces created as part of the development process.

- (1) The minimum air-conditioned space shall be 1800 square feet.
- (2) No noxious or offensive activity shall be carried on upon any lot, nor shall anything be done thereon which may become an annoyance, dangerous or a nuisance to the neighborhood.
- (3) No structure of a temporary character, recreational vehicle, mobile home, trailer, boat trailer, tent, shed, garage, barn, or other outbuilding shall be used on any lot at any time as a residence, either temporarily or permanently.
- (4) No sign of any kind shall be displayed to the public view on any lot except one professional sign of not more than one square foot, or a sign of not more than five square feet advertising the property for sale, or signs of a size and design approved by the Architectural Control Committee used by a builder to advertise the property during the construction and sale period.
- (5) No animals, livestock or poultry of any kind shall be raised, bred, or kept on any lot; except dogs, cats, or other household pets may be kept provided that they are not kept, bred, or maintained for any commercial purposes. The limitation of two household pets per unit does not apply to single family uses.
- (6) No lot shall be used or maintained as a dumping ground for rubbish, trash, garbage, or other waste. All garbage and trash shall be kept in sanitary containers fully enclosed by a walled structure.
- (7) No clothesline may be maintained on any lot.
- (8) Except as otherwise permitted by Federal statutes and/or rules and regulations of the Federal Communications Commission, the use of antennas, including, without limitation, dish type antennas, and towers must be approved by the Architectural Control Committee, which may consider things like size, location, and ability to screen the antenna(s) and tower(s) from view from adjacent properties and from streets and highways.
- (9) Parking on the streets, in the driveways, or on any lot overnight (except where housed completely within an enclosed and roofed structure

approved by the Architectural Control Committee) is prohibited for the following:

Commercial vehicles (The term "Commercial Vehicle" shall include all passenger vehicles, trucks, and vehicular equipment which shall bear signs or shall have printed on the sides of same references to any commercial undertaking or enterprise.)

Trucks over ¾ ton gross weight

Trailers

Mobile homes

Motorboats

Boats

Recreational Vehicles

- (10) No above ground level swimming pool may be installed on any lot, and any swimming pool shall be designed and engineered in compliance with Paragraph e.(1) below.
- (11) No manufacturing, trade, business, commerce, industry, profession, or other occupation whatsoever, will be conducted or carried on upon any lot or any part thereof, or in any building or other structure erected thereon except for activities consistent with temporary marketing offices, construction trailers, and field offices on specifically approved lot(s). This Section 210.a.(11) does not, however, prohibit a resident from using a dwelling for personal business or professional pursuits provided that: (i) the uses are incidental to the use of the dwelling as a residence; (ii) the uses conform to applicable governmental ordinances; and (iii) there is no external evidence of the uses.

b. Minimum Setback Lines.

- (1) No structure of any kind and no part thereof may be placed within these setback lines:
 - (A) 50 feet from SH 161 frontage road right-of-way.
 - (B) 30 feet from Las Colinas Boulevard right-of-way.
 - (C) 30 feet from Fluor Drive right-of-way.
 - (D) Setbacks from all other property lines, public or private street rights-of-way shall be as required by City of Irving zoning.
- (2) The following improvements are expressly excluded from these setback restrictions:

- (A) Structures below and covered by the ground.
- (B) Steps, walks, patios, swimming pools, driveways, and curbing.
- (C) Planters, walls, fences or hedges not to exceed 4 feet in height within the front "Minimum Setback Lines" (b.)(1)(A-B) or 9 feet in height within rear and side street "Minimum Setback Lines", except as approved by the Architectural Control Committee.
- (D) Landscaping.
- (E) Box or bay windows.
- (F) Fireplaces and chimneys, to the extent any portion of same project from the side of a residential structure.
- (G) Porches, balconies, stoops and awnings may encroach a maximum of 5 feet into the required front yard setbacks.
- (H) Any other improvements approved in writing by Declarant.

Standard Lots (non-zero-lot line): Roofed structures, including, but not limited to, cabanas, arbors, gazebos, etc. may in no event be approved within the front building setback, within the side yard setback(s), or within a rear yard setback equivalent distance to the minimum side yard setback from the rear property line.

Zero Lot-line Lots: Roofed structures, including, but not limited to, cabanas, arbors, gazebos, etc. may in no event be approved within the front building setback, within the rear building setback a distance of three (3) feet from the zero property line and a distance equal to the non-zero side yard setback from the rear property line.

Townhomes: Roofed structures, including, but not limited to, cabanas, arbors, gazebos, etc. may in no event be approved within the front building setback, within the rear building setback a distance of five (5) feet from the rear property line, within three (3) feet from a common property line with another unit, or within the sideyard setback as applicable.

- (3) Declarant may grant exceptions to or variances from any setback lines established in b.(1) above, provided that any variances or exceptions must be in writing.

c. Garages and Parking.

- (1) The interior walls of all garages must be finished (tape, bed, and paint as a minimum) like other rooms in the building.

- (2) No garage shall be permitted to be enclosed for living or used for purposes other than storage of passenger vehicles and related normal uses except for the temporary use of a home as a builder's model, unless a new garage is constructed on the same property.
- (3) The maximum allowable driveway slope shall be 12%.

d. Landscaping, Walls, and Fences:

- (1) The horizontal visibility triangle area (as determined by the City of Irving Transportation Department) at the intersection of a street, alley or driveway shall remain clear of any man-made or natural items between an elevation of 2.5 feet and 7.5 feet above the pavement as measured at the gutter line. No tree shall be permitted to remain within such distances of such intersections unless the foliage line is maintained at a sufficient height to prevent obstruction of such sight lines.
- (2) The minimum landscape plan shall include one (1) tree in the front yard, with two (2) additional trees required in the side yard of a corner lot adjacent to a street, and foundation planting. A minimum of one (1) tree shall be planted in the rear yard. The Architectural Control Committee may grant exceptions to the tree requirement in the rear yard if the rear yard landscape plan does not accommodate said tree location(s). Trees shall be a minimum 4" caliper as measured vertically 12" from the ground line. Foundation planting is required as stipulated by the Architectural Control Committee based on the design of the house, including, but not limited to, a balanced combination of shrubs, vines, groundcovers and/or seasonal color. All street parkways (area between the back of curb and sidewalk) must be turfed with natural sod and must be irrigated by a programmable irrigation system. All applicants must submit landscape plans to the Architectural Control Committee for approval. The plans shall include, in general, hardscape structures and walks, where appropriate; a planting plan, including materials, species and size; landscape lighting, retaining walls and fencing; and an automatic, underground irrigation system. Landscaping shall be completed on all sites contemporaneously with completion of other improvements, but in no event later than 90 days after first occupancy of building(s).
- (3) No structure, wall, fence, or hedge over 4 feet in height shall be constructed, erected, placed, planted, set out, maintained, or permitted upon any lot outside the front building line on any lot, except as approved by the Architectural Control Committee of the Las Colinas Association.
- (4) Corner Lot Fence Requirements – (i) A 5'-6" Maximum height wrought iron fence per the City of Irving's minimum standards and as approved by the Architectural Control Committee of the Las Colinas Association shall be permitted within the street side yard setback of all corner lots. A minimum 10' setback from the front yard building line shall be required. (ii) On all reverse frontage lots, the street side yard setback requirement shall be waived in favor of a side yard visibility easement setback, as determined by the City of Irving Transportation Department, and any

fence built within the street side yard setback shall conform to the requirements of (f), above. Where a visibility easement setback is not indicated on the approved plat for a specific corner lot, the lot Owner may construct the wrought iron fence on the street side yard property line per the requirements of item (f), above. On all reverse frontage lots, the 15' street side yard setback requirement shall conform to the platted street side yard building line where the Owner desires to construct a wooden fence meeting the standards of the City of Irving Fence Ordinance and as approved by the Architectural Control Committee of the Las Colinas Association in lieu of the wrought iron fence.

- (5) The owners of the lots shall be responsible for the maintenance of parkways located between their lot lines and the back of curb of streets and alleys on which said lots abut. The owners thereof shall likewise maintain the exterior of all structures on their lot and their yards, hedges, plants, and shrubs in a neat and trim condition at all times.

e. **Construction Standards.** The main structure on all lots shall meet with the following requirements (except as modified by the Architectural Control Committee):

- (1) The foundation system shall be designed by a Registered Professional Engineer based on recommendations given in a geotechnical soils report prepared by a geotechnical engineering firm. The soils investigation and analysis, and the design of the foundation system, shall be prepared and stamped or sealed by a registered professional engineer. Any swimming pool shall be designed utilizing the data provided by the soils report and analysis with adequate surface and subsurface drainage provided.
- (2) All roofs may be random tab architectural composition shingle roof (color must appear to be weathered wood shingles, black or slate, unless such other color is approved by the Architectural Control Committee, and must exhibit a raised profile look, i.e. varied levels of visual depth and texture that give a dimensional appearance and as approved by the Architectural Control Committee), tile, slate, standing seam metal, or other equal or greater product as approved by the Architectural Control Committee. All roof materials shall be compatible with the architectural style of the home.
- (3) The exposed exterior wall area, exclusive of doors, windows, and covered porch areas, shall not be less than 80% brick, brick veneer, stone, stone veneer, lathe and plaster stucco, or stucco veneer construction, or other low maintenance material (excluding all forms of siding or fiberboard) approved by the Architectural Control Committee.
- (4) Single family residential structures may include wooden framing.
- (5) Complete guttering must be installed on all houses with downspouts carried to an outfall well away from the foundation. All gutters and downspouts shall be molded from aluminum and have a pre-painted finish. All downspouts except those emptying into streets or driveways

shall be tied into underground drains if positive drainage does not exist. Gutters shall not drain across property lines.

- (6) Garages and all other outbuildings are to be given the same architectural treatment and be constructed of the same materials as the main structure. All garage doors shall be equipped with automatic remote controlled door openers. All garages viewed from a street or common area must have a cedar clad, or equal, facing as approved by the Architectural Control Committee of the Las Colinas Association.
- (7) All driveways shall be constructed of the following materials: concrete, brick pavers, stone, interlocking pavers, stamped, scored or stained concrete, or concrete with stone or brick border.
- (8) All exposed portions of the fire breast, flue and chimney shall be clad in brick, stone, or stucco and shall match the brick, stone or stucco used to meet the eighty percent (80%) exterior surface requirement. Chimneys located on an exterior wall must be 100% brick or stone.
- (9) All window framing will be bronzed, cream, sand, clay or white anodized aluminum, vinyl, or wood. Window shutters may be used. Painted or stained wood or fiberglass will be acceptable. No reflective window coverings or treatments shall be permitted.
- (10) No exterior alterations of any existing building may be permitted without the prior written approval of the Architectural Control Committee. No additional windows, balconies, platforms, etc. which may invade the privacy of adjacent dwellings are permitted.
- (11) Any and all lines or wires for communication or for transmission of current outside of the building shall be constructed, placed and maintained underground.
- (12) No exterior light shall be installed or maintained on any lot which is found to be objectionable by the Architectural Control Committee. Upon being given notice by the Association that any exterior light is objectionable, the owner of the lot will immediately remove said light or have the light shielded in such a way that it is no longer objectionable. Lighting plans shall be designed to delicately accent architectural elements, and shall include a minimum of one light, near the front door or porch area. All exterior illumination must be approved by the Architectural Control Committee of the Las Colinas Association.
- (13) Mailboxes shall be Brandon Industries Dual Mailboxes, M1 Series, color Black, mounted on a smooth 4" black pole, or equal, as approved by the Architectural Control Committee.
- (14) No excavation may be made except in conjunction with construction or maintenance of an improvement. When the improvement or maintenance is completed, all exposed openings must be back filled, compacted, graded and landscaped in accordance with the approved landscape plan.

- (15) Once commenced, construction must be diligently pursued so it is not left in a partly finished condition for a period longer than ninety (90) days without written approval from the Architectural Control Committee.
- (16) Temporary portable buildings may be used for construction purposes or as field offices or temporary marketing offices within Area CCX in support of the sale of lots within Area CCX only with the prior written approval of the Declarant. Such temporary portable buildings shall meet the following requirements:
- (A) Be landscaped to the same standards as other residential lots.
 - (B) Allow no overnight parking of construction vehicles.
 - (C) Provide screening for all construction materials to be kept on site.
 - (D) Be kept in a clean, well-kept condition at all times.

Such temporary portable buildings shall be removed two (2) months after the date on which construction starts on the last of the lots. All landscaping, irrigation systems, hardscaping, signs and debris are to be removed and the area is to be graded, cleaned and turf established to the satisfaction of the Architectural Control Committee.

- (17) During construction on any lot, all trash and construction debris shall be contained within an on-site enclosure to be approved by the Association. The trash container shall be maintained on the lot throughout the period of construction (subject to the need to promptly remove and replace same as it becomes full), and all waste materials and construction debris shall be placed therein on a daily basis in order to reduce the possible dispersal of such waste materials and construction debris to any other lot and to maintain a neat and orderly appearance on the lot on which construction is being performed. Such temporary trash container shall be removed within 10 calendar days following completion of construction on the lot.
- (18) No wooden fence, wall or hedge shall exceed eight (8) feet in height or be less than six (6) feet in height unless otherwise specifically required by the City of Irving or expressly approved by the Architectural Control Committee of the Las Colinas Association. All wooden fences shall be constructed of cedar and be stained a uniform color (medium brown stain such as "Ready Seal" brand colored "Medium Brown" and available at Lee Roy Jordan Lumber, or equal), shall be supported with galvanized steel posts at six (6) feet on center, and all cedar privacy fences shall be board on board and include a top rail. All Lots backing or siding to a creek, lake, greenbelt/common areas shall have a wrought iron fence, not less than four (4) feet in height and with a uniform design as approved by the Architectural Control Committee of the Las Colinas Association. Fence gates facing a street or open space shall be metal or wrought iron as approved by the Architectural Control Committee of the Las Colinas Association.

- (19) Roof vents and stacks should be located on the non-street slopes of a roof whenever possible. All exposed roof accessories (including, but not limited, to vents, flashing, attic ventilator, and metal chimney caps) must match or be compatible with the color of the roofing material.
- (20) Only concrete masonry type retaining walls are permitted. Examples (but not limited to) of permitted walls are stone, brick, interlocking wall systems, poured-in-place concrete utilizing a form liner or faced with an appropriate material, or CMU block faced with an appropriate material.
- (21) In order to maintain architectural variety along residential streets, homes, other than townhomes, shall adhere to a 360 degree rule, meaning an individual standing in the street turning in a complete circle shall not be able to view the same front elevation. Elevations shall be substantially different when viewed under the 360 degree rule as determined by the Architectural Control Committee.

Declarant may grant variances to and/or exceptions from any part of paragraph (e) of this Restriction on Single Family Residential Dwellings, provided that any such variances and/or exceptions must be in writing.

**Filed and Recorded
Official Public Records
John F. Warren, County Clerk
Dallas County, TEXAS
05/06/2014 04:13:11 PM
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