

SUPPLEMENTARY DECLARATION NO. 59
LAS COLINAS AREA LIX
DALLAS COUNTY, TEXAS

7867

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This Supplementary Declaration, made this 26 day of March, 1984, by KINWEST DEVELOPMENT CORPORATION, a Texas corporation (hereinafter called "Owner").

W I T N E S S E T H:

WHEREAS, Las Colinas Corporation as Declarant executed a Declaration (the "Declaration") on the 22nd day 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

WHEREAS, the Declaration was filed of record in Volume 73166, Page 1001 of the Deed Records of Dallas County, Texas, and corrected by Correction to Declaration dated August 8, 1977, and recorded in Volume 77154, Page 1096 of the Deed Records of Dallas County, Texas, and corrected by Second Correction to Declaration dated June 19, 1979, and recorded in Volume 79122, Page 0749 of the Deed Records of Dallas County, Texas, and corrected by Third Correction to Declaration dated March 1, 1982 and recorded in Volume 82071, Page 3244 of the Deed Records of Dallas County, Texas; and

WHEREAS, additional real property has previously been added to the scheme of the Declaration by Supplementary Declarations duly recorded in the Deed Records of Dallas County, Texas; and

WHEREAS, Article V of the Declaration (entitled Protective Covenants), as originally written and as modified by said previous Supplementary Declarations, is applicable only to the real property described in said Exhibit "A" to the Declaration and in Exhibits to said Supplementary Declarations, and not to additional real property which may be added to the scheme of the Declaration by subsequent supplementary declara-

The grantee's address:

P.O. Box 616203
DFW Station,
Dallas, Texas 75261-0203

84064 1987

tion, and, in particular, the Protective Covenants contained in Section 1 of Article V of the Declaration and any previous Supplementary Declarations filed of record and any Supplementary Declaration hereafter filed are not applicable to the real property described on Exhibit "A-59" attached hereto and incorporated herein by reference; and

WHEREAS, Section 3 of Article I of the Declaration permits the addition of additional property to the scheme thereof by persons other than Declarant who obtain written approval from The Las Colinas Association's Board of Directors and file a supplementary declaration of record in Dallas County, Texas, which supplementary declaration may modify Article V of the Declaration as it pertains to such additional property; and

WHEREAS, Owner has obtained written approval from the Board of Directors of The Las Colinas Association as evidenced by the consent set forth hereinafter; and

WHEREAS, Owner desires to add additional property, located within the boundaries of the property described in Exhibit "B" to the Declaration, to the scheme of the Declaration and to so modify Article V of the Declaration as it pertains to said additional property:

NOW, THEREFORE, Owner hereby declares as follows:

1. That the real property described in Exhibit "A-59" attached hereto and incorporated herein by reference for all purposes (designated as Area LIX 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. That Article V of the Declaration is hereby modified by the addition thereto of the following Section 59, which shall be applicable only to Area LIX:

Section 59. Covenants Applicable to Area LIX. The following provisions shall be applicable to any and all construction, improvement, alteration, addition, or use of, in, or to Area LIX of The Properties:

a. Use Limitations. Sites in Area LIX may be used for:

- (1) Office buildings, research and development facilities, technological services and/or training centers;
- (2) Storage, light manufacturing, warehousing and/or distribution facilities completely within an enclosed building; and
- (3) Experimental or testing laboratories (chemical and electrical).

Sites within the 11.537 acre tract of real property forming a part of the real property described on Exhibit "A-59" attached hereto also may be used for hotels, but only with the specific prior written approval of Declarant.

The following uses for sites in Area LIX are not permitted:

- (1) Single family residential dwellings;
- (2) Any use which involves a noxious odor, excessive emission of smoke, steam, or vapor or an excessive noise level;
- (3) Any use contrary to law or which violates any part of Section 59 of this Article V;
- (4) Overnight parking of campers, mobile homes, boats, trailers, or motor homes, except that such parking is permitted in covered and enclosed areas;
- (5) Any use which involves the raising, breeding, or keeping of any animals or poultry other than two household pets per unit;
- (6) Multi-family residential dwellings; and
- (7) Hotel (except as permitted above for such 11.537 acre tract), restaurant, gasoline service station, and/or other retail sale purposes.

b. Minimum Setback Lines. No structure of any kind and no part thereof shall be placed within these setback lines:

- (1) 50 feet from Valley View Lane (Proposed S.H. 161) right-of-way;
- (2) 50 feet from MacArthur Boulevard right-of-way;
- (3) 50 feet from Royal Lane right-of-way;
- (4) 50 feet from Hackberry Creek Channel property line; and
- (5) 30 feet from any other public or private street property line.

The following improvements are expressly excluded from this setback restriction:

- (a) Structures below and covered by the ground;
- (b) Steps, walks, driveways, and curbing;
- (c) Planters, walls, fences or hedges, not to exceed four (4) feet in height;
- (d) Landscaping; and
- (e) Any other improvements approved in writing by Declarant. Roofed structures, other than the following, may in no event be so approved:
 - i. guardhouses;
 - ii. gatehouses; and
 - iii. relatively minor encroachments of adequately screened parking structures.

Declarant may grant exceptions to and/or variations from any part of this paragraph "b" of this Section 59 provided that any such variations and/or exceptions must be in writing.

c. Parking Areas. Parking areas shall:

- (1) Be curbed, guttered, and paved with five (5) inch reinforced concrete or with five (5) inch asphaltic concrete; both the reinforced concrete and the asphaltic concrete shall be placed on a six (6) inch lime stabilized base;
- (2) Have a maximum grade slope of 7 and 1/2% and a minimum grade slope of 1 and 1/2%;
- (3) Not be provided in front of minimum setback lines;
- (4) Not be provided in front of any building line fronting any public thoroughfare unless expressly so approved in writing by the Architectural Control Committee which Committee may not approve such parking in front of minimum setback lines;

- (5) Be adequately screened by use of berm, trees, landscaping, or other means acceptable to the Architectural Control Committee;
- (6) Be sufficient to accommodate all parking needs for employees, company vehicles, and visitors without the use of on street parking. If parking needs increase, additional off street parking shall be provided by the owner. In no event shall less than one parking space be provided for each of the following, as applicable:
 - (a) 300 gross square feet of office space;
 - (b) 1000 gross square feet of warehouse area; and
 - (c) 500 gross square feet of manufacturing, assembling, processing, servicing, or laboratory, research and development area.

Declarant may grant exceptions to and/or variations from any part of this paragraph "c" of this Section 59 provided that any such variations and/or exceptions must be in writing.

d. Driveways. Driveways shall

- (1) Not intersect roads, streets, or thoroughfares within 30 feet of intersections;
- (2) Be constructed as specified in "c(1)" above except that reinforced concrete shall be used in construction between building lines and streets; and
- (3) Have a minimum width of twelve (12) feet.

e. Signs. All signs must be approved by the Architectural Control Committee in writing prior to installation. Normally, such approval will be limited to those signs which:

- (1) Identify the name and business of the occupant, or which give directions, or which offer the premises for sale or lease;
- (2) Are not of an unusual size or shape when compared to the building or buildings on the premises;
- (3) Do not project above the roof line of a building or in front of the setback line;
- (4) Do not block or detract from adjacent property; and

- (5) Preserve the quality and atmosphere of the area.

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. Signs of a flashing or moving character and inappropriately colored signs will not be permitted. The Las Colinas Association shall have the right to enter on and remove any sign erected without such written approval.

f. Landscaping. Landscaping shall:

- (1) Be required on all sites contemporaneously with completion of other improvements, but in no event later than 180 days after first occupancy or completion of the buildings within such sites, whichever shall first occur; provided, however, that landscaping may be completed by owners in phases as sites within the real property described on Exhibit "A-59" attached hereto and incorporated herein by reference are improved by the construction of buildings thereon. In particular, landscaping shall not be required for any particular building beyond a point which is in excess of 100 feet from such building and related parking areas, loading docks, and other amenities connected with such building;
- (2) Conform to a landscaping plan approved by the Architectural Control Committee pursuant to Article IV of the Declaration. Normally, such approval will be limited to landscaping plans which:
 - (a) Provide automatic underground sprinkling system for landscaped area;
 - (b) Do not obstruct sight lines at street or driveway intersections;
 - (c) Preserve existing trees to the extent practical;
 - (d) Include at least one tree for each 4,500 square feet of area between building lines and street property lines; and
 - (e) Permit reasonable access to public and private utility lines and easements for installation and repair.

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 shall either be housed in closed buildings or otherwise completely screened from public view in a manner and at a location approved in writing by the Architectural Control Committee. Such screening would normally include landscaping or permanent fences of solid materials and be located as far from property lines as reasonably possible. Such screening may not be required for roof fans, vents, and skylights which do not extend more than 18 inches above roof lines of warehousing, manufacturing, assembling, processing, or servicing facilities if, in the sole judgment of the Architectural Control Committee (confirmed in writing), such fans, vents, or skylights are architecturally acceptable and do not detract from the quality of the area or from the external appearance of the structure;
- (2) No antenna or tower shall be erected on any property for any purpose without prior written approval from the Architectural Control Committee; and
- (3) Any and all lines and/or wires for communication or for transmission of sound or current, not within a building, shall be constructed or placed and maintained underground. Declarant may, at its sole discretion, install temporary above ground electric and telephone service lines for the purpose of providing temporary service pending installation of permanent underground service.

h. Loading Docks and Areas.

- (1) Loading docks and areas shall not be located on the street side of any building or structure, except that the Architectural Control Committee may approve such location in writing (subject to express screening requirements);
- (2) Loading areas may not encroach setback areas, except that Declarant may approve such encroachment in connection with the approval of side street loading areas for corner buildings; and
- (3) Loading dock and areas shall be screened in a manner approved in writing by Declarant, considering such things as location (street side, rear, etc.) and views from adjacent and nearby properties.

i. Exterior Illumination. Illumination shall be required on all exterior walls and for all parking areas and walkways between buildings and parking areas 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 must be faced with face brick or stone, or with such other quality face materials as may be approved in writing by the Architectural Control Committee. Windows shall not be glazed or reglazed with mirrored or reflective glass without prior written approval of the Architectural Control Committee;
- (2) Construction must conform to plans and specifications approved in writing by the Architectural Control Committee pursuant to Article IV of the Declaration. Normally, such approval will be limited to those plans which:
 - (a) Do not include wooden frames, except in the case of multifamily residential structures;
 - (b) Provide adequate fire protection system;
 - (c) Provide for all underground utilities (public and private);
 - (d) Preserve the quality and atmosphere of the area and do not detract from adjacent property;
 - (e) Do not include exterior fire escapes;
 - (f) Do not make extensive use of reflective or mirrored glass;
 - (g) Do not include concrete tilt wall construction, except that concrete tilt wall construction may be approved for a portion of a building; and
 - (h) Have an exterior providing an "office appearance."
- (3) Each dwelling unit shall contain a trash compactor and a water flushing garbage grinder disposal;

- (4) Each commercial building, complex of buildings, or separate commercial business enterprise shall have a trash compactor on the premises adequate to handle the trash and waste items generated, manufactured, or acquired thereon by such commercial activities. The sorting, removing, and disposing of all such 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 by public sewerage methods (such as shredding, compaction, incineration, reclamation, or chemical dissolution) must be approved in writing by the Architectural Control Committee;
- (5) Each kitchen facility within a commercial building or complex of buildings shall contain a water flushing garbage grinder disposal;
- (6) All structures will be equipped with gutters, downspouts, and/or other drainage conveyances;
- (7) It shall be the responsibility of the owner to install, in conjunction with the construction of any dwelling, building or other permanent facility, and at the owner's sole expense, a conduit separate from other conduits and for the sole purpose of permitting the connection of The Las Colinas Association Communications System to an individual dwelling, building or other permanent facility. The termination points of the conduit, the conduit size and type, the type of pullwire or rope to be installed with the conduit and the physical routing and the depth of the conduit shall be in accordance with plans and specifications approved in writing by the Architectural Control Committee of The Las Colinas Association;
- (8) No excavation shall be made except in conjunction with construction of an improvement. When such improvement is completed, all exposed openings shall be back filled and graded; and
- (9) Once commenced, construction shall be diligently pursued to the end that it may not be left in a partly finished condition any longer than reasonably necessary.

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

EXECUTED as of the day and year first written above.

ATTEST:

KINWEST DEVELOPMENT CORPORATION

B. Carl Klinke
B. Carl Klinke,
Assistant Secretary

By: Richard W. Douglas
Richard W. Douglas,
Vice President

CONSENT

The undersigned, being all of the Directors of The Las Colinas Association, hereby consent to the execution of this Supplementary Declaration No. 59 by Owner and approve the addition of the real property described in Exhibit "A-59" to the scheme of the Declaration as provided in Article I, Section 3 thereof.

Ben H. Carpenter
Ben H. Carpenter

Dan C. Williams
Dan C. Williams

John W. Carpenter, III
John W. Carpenter, III

Ernest O. Perry, Jr.
Ernest O. Perry, Jr.

Richard W. Douglas
Richard W. Douglas

THE STATE OF TEXAS §
§
COUNTY OF DALLAS §

This instrument was acknowledged before me on the 26 day of March, 1984, by Richard W. Douglas, Vice President of Kinwest Development, a Texas corporation, on behalf of said corporation.

Gayle Welford
Notary Public

My Commission Expires:
1-25-86

Gayle Welford, Notary Public, State of Texas
My Commission Expires 1-25-86

THE STATE OF TEXAS §
COUNTY OF DALLAS §

This instrument was acknowledged before me on the March 26, 1984
day of March, 1984, by Ben H. Carpenter, Dan C. Williams,
John W. Carpenter, III, Richard W. Douglas, and Ernest O.
Perry, Jr., of The Las Colinas Association, a corporation, on
behalf of said corporation.

Gayle Wolford
Notary Public

My Commission Expires:

Gayle Wolford, Notary Public, State of Texas
My Commission Expires 1-25-86

PHA29E

EXHIBIT "A-59"
LAS COLINAS AREA LIX
TRACTS 1 AND 2

TRACT 1:

BEING a 11.537 acre tract of land situated in the City of Irving, Dallas County, Texas, being a portion of the D. W. Barnett Survey, Abstract No. 216, and the Clarinda Squires Survey, Abstract No. 1322, and being out of a 129.969 acre tract conveyed to Kinwest Development Corporation, described as Tract 5 as recorded in Volume 80109, Pages 0741-0833, Deed Records of Dallas County, Texas, said 11.537 acre tract being more particularly described as follows:

COMMENCING at an iron rod at the point of intersection of the West right-of-way line of MacArthur Blvd. (a 100 foot wide Dedication of Public R.O.W. as recorded in Volume 81057, Page 0517, Deed Records of Dallas County, Texas) with the North right-of-way line of Royal Lane (a variable width R.O.W. as recorded in Volume 81102, Page 2950, Deed Records of Dallas County, Texas);

THENCE along the North right-of-way line of Royal Lane, South 89 degrees 59 minutes 24 seconds West, a distance of 1820.04 feet to an iron rod for the POINT OF BEGINNING, said iron rod being the Southwest corner of a 6.643 acres of land conveyed to Dallas County Municipal Utility District No. 1 as recorded by Special Warranty Deed in Volume 84013, Page 3865, and by Corrected Special Warranty Deed in Volume 84057, Page 4421, Deed Records of Dallas County, Texas;

THENCE South 89 degrees 59 minutes 24 seconds West, a distance of 94.58 feet to an iron rod for the point of curvature of a curve to the right having a radius of 826.47 feet;

THENCE Northwesterly with said curve to the right through a central angle of 53 degrees 21 minutes 00 seconds for an arc distance of 769.55 feet to an iron rod for the point of tangency of said curve;

THENCE North 36 degrees 39 minutes 35 seconds West, a distance of 308.74 feet to an iron rod for corner;

THENCE North 51 degrees 46 minutes 58 seconds East, a distance of 663.22 feet to an iron rod for corner;

THENCE North 48 degrees 14 minutes 27 seconds East, a distance of 12.09 feet to an iron rod for corner, being the Northwest corner of said 6.643 acre tract conveyed to D.C.M.U.D.;

THENCE along the West property line of said 6.643 acre, the following:

South 19 degrees 12 minutes 01 seconds East, a distance of 54.66 feet to an iron rod for corner;

South 21 degrees 50 minutes 54 seconds East, a distance of 112.68 feet to an iron rod for corner;

South 31 degrees 51 minutes 53 seconds East, a distance of 88.49 feet to an iron rod for corner;

South 38 degrees 43 minutes 05 seconds East, a distance of 102.29 feet to an iron rod for corner;

South 22 degrees 17 minutes 12 seconds East, a distance of 100.71 feet to an iron rod for corner;

South 18 degrees 30 minutes 54 seconds East, a distance of 101.73 feet to an iron rod for corner;

South 32 degrees 27 minutes 44 seconds East, a distance of 49.30 feet to an iron rod for corner;

South 23 degrees 32 minutes 35 seconds East, a distance of 50.85 feet to an iron rod for corner;

South 08 degrees 00 minutes 54 seconds East, a distance of 53.21 feet to an iron rod for corner;

South 22 degrees 13 minutes 08 seconds East, a distance of 49.65 feet to an iron rod for corner;

South 34 degrees 05 minutes 23 seconds East, a distance of 50.12 feet to an iron rod for corner;

South 33 degrees 59 minutes 39 seconds East, a distance of 79.69 feet to an iron rod for corner;

South 22 degrees 15 minutes 18 seconds East, a distance of 56.85 feet to an iron rod for corner;

South 01 degrees 24 minutes 19 seconds East, a distance of 151.18 feet to the POINT OF BEGINNING;

Containing 502,550 square feet or 11.537 acres of land, more or less.

TRACT 2:

BEING a 85.164 acre tract of land situated in the City of Irving, Dallas County, Texas, being a portion of the James A. Moore Survey, Abstract No. 908, the D. W. Barnett Survey, Abstract No. 216, the Clarinda Squires Survey, Abstract No. 1322, and the B.B.B. & C. R.R. Co. Survey, Abstract No. 197 and being out of a 129.969 acre tract conveyed to Kinwest Development Corporation, described as Tract 5 as recorded in Volume 80109, Pages 0741-0833, of a 6.083 acre tract conveyed to Kinwest Development Corporation, described as Tract II as recorded in Volume 80188, Page 0928, and a 5.397 acre tract conveyed to Las Colinas Corporation as recorded in Volume 79057, Page 0201, all recorded in Deed Records of Dallas County, Texas, said 85.164 acre tract being more particularly described as follows:

COMMENCING at an iron rod at the point of intersection of the West right-of-way line of MacArthur Blvd. (a 100 foot wide Dedication of Public R.O.W. as recorded in Volume 81057, Page 0517, Deed Records of Dallas County, Texas) with the North right-of-way line of Royal Lane (a variable width R.O.W. as recorded in Volume 81102, Page 2950, Deed Records of Dallas County, Texas);

THENCE along the North right-of-way line of Royal Lane, South 89 degrees 59 minutes 24 seconds West, a distance of 15.83 feet to an iron rod for the POINT OF BEGINNING;

THENCE South 89 degrees 59 minutes 24 seconds West, a distance of 1578.10 feet to an iron rod for corner, being the Southeast corner of a 6.643 acres of land conveyed to Dallas County Municipal Utility District No. 1 as recorded by Special Warranty Deed in Volume 84013, Page 3865, and by Corrected Special Warranty Deed in Volume 84057, Page 4421, Deed Records of Dallas County, Texas;

THENCE along the East property line of said 6.643 acre tract the following:

North 01 degrees 59 minutes 12 seconds East, a distance of 106.76 feet to an iron rod for corner;

North 04 degrees 20 minutes 40 seconds West, a distance of 102.58 feet to an iron rod for corner;

North 15 degrees 30 minutes 07 seconds West, a distance of 114.48 feet to an iron rod for corner;

North 15 degrees 25 minutes 24 seconds West, a distance of 80.08 feet to an iron rod for corner;

North 16 degrees 05 minutes 44 seconds West, a distance of 51.56 feet to an iron rod for corner;

North 29 degrees 05 minutes 55 seconds West, a distance of 49.99 feet to an iron rod for corner;

North 35 degrees 04 minutes 51 seconds West, a distance of 50.45 feet to an iron rod for corner;

North 27 degrees 47 minutes 10 seconds West, a distance of 199.45 feet to an iron rod for corner;

North 26 degrees 57 minutes 10 seconds West, a distance of 100.35 feet to an iron rod for corner;

North 31 degrees 57 minutes 43 seconds West, a distance of 100.74 feet to an iron rod for corner;

North 27 degrees 19 minutes 42 seconds West, a distance of 87.51 feet to an iron rod for corner;

North 29 degrees 59 minutes 02 seconds West, a distance of 112.25 feet to an iron rod for corner;

North 31 degrees 42 minutes 11 seconds West, a distance of 99.86 feet to an iron rod for corner;

North 34 degrees 18 minutes 37 seconds West, a distance of 9.03 feet to an iron rod for the Northeast corner of said 6.643 acre tract;

THENCE North 48 degrees 14 minutes 27 seconds East, a distance of 28.56 feet to an iron rod for corner;

THENCE North 50 degrees 33 minutes 59 seconds East, a distance of 738.00 feet to an iron rod for corner;

THENCE North 53 degrees 41 minutes 58 seconds East, a distance of 1314.00 feet to an iron rod for corner;

THENCE North 51 degrees 19 minutes 58 seconds East, a distance of 459.00 feet to an iron rod for corner;

THENCE South 72 degrees 18 minutes 02 seconds East, a distance of 67.29 feet to an iron rod for corner;

THENCE South 00 degrees 07 minutes 02 seconds West, along a line being 63.50 feet perpendicular and parallel to the centerline of said MacArthur Blvd., a distance of 2661.50 feet to an iron rod for corner;

THENCE South 45 degrees 03 minutes 13 seconds West, a distance of 28.32 feet to the POINT OF BEGINNING;

Containing 3,709,730 square feet or 85.164 acres of land, more or less.

AMENDMENT TO SUPPLEMENTARY DECLARATION NO. 59
FOR LAS COLINAS AREA LIX

1181040

Deed 10/27/00 E372755 \$31.00

This Amendment to Supplementary Declaration No. 59 for Las Colinas Area LIX (this Amendment) is executed by THE LAS COLINAS ASSOCIATION, a Texas non-profit corporation (the Association).

RECITALS

- A. 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" attached 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. Las Colinas Area LIX (Area LIX) was added to the scheme of the Declaration in 1984 pursuant to Supplementary Declaration No. 59, Las Colinas Area LIX, recorded in Volume 84064, Page 1987, Real Property Records, Dallas County, Texas, (SD 59), which Area LIX is described with particularity in Exhibit "A-59" attached to SD 59.
- D. SD 59 amends Article V of the Declaration, Las Colinas Area I, recorded August 23, 1973 in Volume 73166, Page 1001, Real Property Records, Dallas County, Texas (the Declaration), by adding Section 59, which pertains only to Area LIX.
- E. Sierra Land Venture (Land Owner), the current owner of that portion of Area LIX more particularly described on Schedule 1 attached to this Amendment (the Sierra Tract), requested that the Association take the appropriate actions to amend Section 59 of Article V of the Declaration as specified below as it applies to the Sierra Tract only, and not as to any other portion of Area LIX.
- F. Section 2 of Article VIII of the Declaration provides that any Article of the Declaration may be amended with the consent of 60 percent of the total eligible votes of the Association's membership. Owners representing at least 60 percent of the total eligible votes of the Association approved the following amendments to SD 59 at the regular meeting of the Association held on October 2, 2000.

AMENDMENTS

- 1. Use Limitations for the Sierra Tract Only. Section 59(a) of Article V of the Declaration is hereby amended to read as follows, as it applies to the Sierra Tract only, and not as to any other portion of Area LIX:

20021000283

a. Use Limitations. Sites in the Sierra Tract of Area LIX may be used for:

- (1) A four-star, luxury full service hotel with restaurants, health clubs, and other retail sales facilities contained wholly within the hotel building;
- (2) Office buildings, research and development facilities, technological services and/or training centers;
- (3) Storage, light manufacturing, warehousing and/or distribution facilities completely within an enclosed building; and
- (4) Experimental or testing laboratories (chemical and electrical).

The following uses of sites in the Sierra Tract of Area LIX are not permitted:

- (1) Single family residential dwellings;
- (2) Any use which involves a noxious odor, excessive emission of smoke, steam, or vapor or any excessive noise level;
- (3) Any use contrary to law or which violates any part of Section 59 of this Article V;
- (4) Overnight parking of campers, mobile homes, boats, trailers or motor homes, except that such parking is permitted in covered and enclosed areas;
- (5) Any use which involves the raising, breeding, or keeping of any animals or poultry other than two household pets per unit;
- (6) Multi-family residential dwellings; and
- (7) Gasoline, service station, and/or other retail sale purposes.

2. **Parking Requirements for the Sierra Tract Only.** Section 59(c)(6) of Article V of the Declaration and the provisions immediately following are hereby amended to read as follows, as it applies to the Sierra Tract only, and not as to any other portion of Area LIX:

- (6) All parking areas shall be sufficient to accommodate all parking needs for employees, company vehicles, customers and visitors without the use of onstreet parking. If parking needs increase, additional offstreet parking shall be provided by the Owner. Parking shall meet or exceed the off-street parking requirements of the City of Irving, Development Codes, 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, other than part (6), provided that any variances or exceptions must be in writing.

3. Except as specifically modified by this Amendment as it applies to the Sierra Tract only, SD 59 remains in full force and effect. This Amendment applies only to the Sierra Tract and does not apply to any other portion of Area LIX.
4. The Association certifies as follows:
 - a. A regular meeting of the members of the Association was held on October 2, 2000, pursuant to notice duly given in accordance with the provisions of the Bylaws of the Association and of Article VIII, Section 2 of the Declaration.
 - b. At the meeting, members holding in excess of 60% of the total eligible votes of the membership of the Association voted in favor of the amendments to Article V, Section 59 set forth in this Supplementary Declaration as they apply to the Sierra Tract only.

IN WITNESS WHEREOF, The Las Colinas Association has caused this Amendment to be executed on the date shown below.

SIGNED the 2nd day of October, 2000.

THE LAS COLINAS ASSOCIATION

By: 

Name: Heinz K. Simon

Title: President

THE STATE OF TEXAS

COUNTY OF DALLAS

§
§
§

This instrument was acknowledged before me on October 23, 2000, by Heinz
R. Simon, President of The Las Colinas Association, a Texas non-
profit corporation, on behalf of said corporation.

[Stamp]



Sally Masters
Notary Public, State of Texas

Schedule 1

Legal Description for the Sierra Tract

STATE OF TEXAS
COUNTY OF DALLAS

WHEREAS SIERRA LAND VENTURE is the sole owner of a tract of land, situated in the Clarinda Squires Survey, Abstract No. 1322, the B.B.B. and C.R.R. Co. survey, Abstract No. 197, the D.W. Barnett Survey, Abstract No. 216 and the James A. Moore Survey, Abstract No. 908, City of Irving, Dallas County, Texas and being a portion of a tract of land, conveyed by deed to Sierra Land Venture, as recorded in Volume 98148, Page 08377, Deed Records, Dallas County, Texas. Said 5.534 acres being more particularly described by metes and bounds as follows:

BEGINNING at the southwesterly end of a corner clip, forming the intersection of the north right-of-way line of Royal Lane (a 110 foot R.O.W.) and the west right-of-way line of Sierra Drive (a 65 foot R.O.W., an 84 foot R.O.W. at this point);

THENCE North 89°59'42" West, along said north right-of-way line, a distance of 493.38 feet to a ½ inch iron rod found for corner, said point being the southwest corner of said Sierra Land tract;

THENCE North 01°56'49" East, leaving said north right-of-way line and along the west line of said Sierra Land tract, a distance of 106.84 feet to a ½ inch iron rod found for corner;

THENCE North 04°23'26" West, continuing along said west line, a distance of 102.53 feet to a ½ inch iron rod found for corner;

THENCE North 15°28'06" West, continuing along said west line, a distance of 75.83 feet to a ½ inch iron rod found for corner, said point being the southwest corner of Lot 1, Block B, Sierra at Las Colinas, an addition to the City of Irving, Texas, recorded in Volume 98201, Page 3778, Deed Records, Dallas County, Texas;

THENCE North 53°41'58" East, leaving the west line of said Sierra Land tract and along the south line of said Lot 1, Block B, a distance of 563.22 feet to a ½ inch iron rod found for corner, said point being the southeast corner of said Lot 1, Block B, said point being in the west right-of-way line of said Sierra Drive, said point also being the point of curvature of a non-tangent curve to the right, having a delta of 31°01'05", a radius of 617.50 feet and a chord bearing and distance of South 15°31'10" East, 330.24 feet;

THENCE southeasterly, along said west right-of-way line and along the arc of said non-tangent curve to the right, a distance of 334.31 feet to a ½ inch iron rod found for corner, said point being the point of compound curvature of a curve to the right, having a delta of 05°26'21", a radius of 1,045.00 feet and a chord bearing and distance of South 02°43'24" West, 99.16 feet;

THENCE southwesterly, along said west right-of-way line and along the arc of said compound curve to the right, a distance of 99.26 feet to a ½ inch iron rod found for corner, said point being the point of reverse curvature of a curve to the left, having a delta of 05°26'21", a radius of 1,065.00 feet and a chord bearing and distance of South 02°42'34" West, 101.06 feet;

THENCE southwesterly, along said west right-of-way line and along the arc of said reverse curve to the left, a distance of 101.10 feet to a ½ inch iron rod found for corner;

THENCE South 00°00'36" East, continuing along said west right-of-way line, a distance of 82.38 feet to a ½ inch iron rod found for corner, said point being the northeast corner of a corner clip, forming the intersection of the west right-of-way line of said Sierra Drive and the north right-of-way line of said Royal Lane;

THENCE South 44°59'51" West, along said corner clip, a distance of 21.21 feet to the POINT OF BEGINNING and CONTAINING 241,040 square feet or 5.534 acres of land, more or less.

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SECOND AMENDMENT TO SUPPLEMENTARY DECLARATION NO. 59

LAS COLINAS AREA LIX

DALLAS COUNTY, TEXAS

This Second Amendment to Supplementary Declaration No. 59 is made as of this 6th day of June, 2007, by THE LAS COLINAS ASSOCIATION, hereinafter called "Association."

RECITALS:

A. The Las Colinas Corporation ("LCC") executed a Declaration on the 22nd of August, 1973, applicable to certain real property 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 (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. 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, including, without limitation the Supplementary Declaration No. 59 added on March 26, 1984, and recorded in Volume

84064, Page 1987, of the Deed Records of Dallas County, Texas by adding Section 59, which pertains only to Area LIX (the "Original Supplement").

D. The Original Supplement is applicable to a 11.537 acre tract and a 85.164 acre tract of real property more particularly described in Exhibit "A-59" (the "Original Tract").

E. The Original Supplement was amended by recording Amendment to Supplementary Declaration No. 59 in the Deed Records of Dallas County, Texas on October 27, 2000, in Volume 210, Page 0283.

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 Declaration.

G. A request has been made to The Las Colinas Association by TriNet Corporate Partners III, L.P. (the "Property Owner"), as owner of the real property as described in Exhibit "B-59" (the "TriNet Tract"), to further amend Section 59 of Article V of the Declaration, with respect to the TriNet Tract only, to additionally allow retail and related facilities uses.

H. To amend any existing Supplementary Declaration, the Declaration requires a vote of sixty percent (60%) of the total eligible votes of membership voting together, in person or by proxy, at a meeting duly noticed and called for such purpose.

I. After due and proper notice, at a meeting held on June 6, 2007, sixty percent (60%) or more of the total eligible votes voted to approve the amendment of

Article V, Section 59 of the Declaration in accordance with this Second Amendment to Supplementary Declaration No. 59.

NOW THEREFORE, the Association declares as follows:

a. Use Limitations (Article V, Section 59(a) of the Original Supplement). Sites in the TriNet Tract of Area LIX may be used for:

- (1) Retail and related facilities including restaurants, bank drive thrus, gasoline service stations (including related facilities) and full service car washes;
- (2) Office buildings, research and development facilities, technological services and/or training centers;
- (3) Storage, light manufacturing, warehousing and/or distribution facilities completely within an enclosed building; and
- (4) Experimental or testing laboratories (chemical and electrical).

The following uses for sites in Area LIX are not permitted:

- (1) Single family residential dwellings;
- (2) Any use which involves a noxious odor, excessive emission of smoke, steam, or vapor or an excessive noise level;
- (3) Any use contrary to law or which violates any part of Section 59 of this Article V;
- (4) Overnight parking of campers, mobile homes, boats, trailers, or motor homes except that such parking is permitted in covered and enclosed areas;
- (5) Any use which involves the raising, breeding, or keeping of any animals or poultry other than two household pets per unit; and
- (6) Multifamily residential dwellings

b. Minimum Setback Lines (Article V, Section 59(b) of the Original Supplement). Within the TriNet Tract of Area LIX no structure of any kind and no part thereof shall be placed within these setback lines:

- (1) 50 feet from MacArthur Boulevard right-of-way;
- (2) 50 feet from Royal Lane right-of-way; and
- (3) 20 feet from any other public or private street property line.

The following improvements are expressly excluded from this setback restriction:

- (a) Structures below and covered by the ground;

- (b) Steps, walks, driveways, and curbing;
- (c) Planters, walls, fences, or hedges, not to exceed four (4) feet in height;
- (d) Landscaping; and
- (e) Any other improvements approved in writing by Declarant. Roofed structures, other than the following, may in no event be so approved:
 - i. guardhouses;
 - ii. gatehouses; and
 - iii. relatively minor encroachments of adequately screened parking structures.

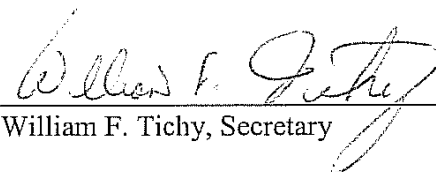
Declarant may grant exceptions to and/or variations from any part of this paragraph "b." of this Section 59 provided that any such variations and/or exceptions must be in writing.

- c. Except as specifically modified by the First Amendment as it applied to the Sierra Tract only and this Second Amendment as it applies to the TriNet Tract only, Supplementary Declaration No. 59 remains in full force and effect. This Second Amendment applies only to the TriNet Tract and does not apply to any other portion of Area LIX.
- d. Exhibit "B-59" attached to this Amendment is hereby attached to Supplementary Declaration No. 59 as Exhibit "B-59."
- e. The recitals set forth above are hereby adopted by referenced and declared to be true and correct.
- f. Supplementary Declaration No. 59, except as expressly amended, hereby remains in full force and effect and is hereby ratified and confirmed.

EXECUTED as of the day and year first above written.

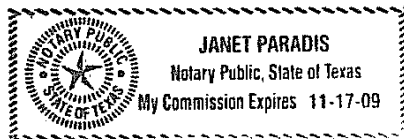
THE LAS COLINAS ASSOCIATION,
a Texas non-profit corporation

By:


William F. Tichy, Secretary

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on the 6th day of June, 2007, by William F. Tichy, Secretary of The Las Colinas Association, a Texas non-profit corporation, on behalf of such corporation.



Janet Paradis
Notary Public in and for the State of Texas

My Commission Expires:

11-17-09

Exhibit "B-59"

Legal Description for the TriNet Tract

STATE OF TEXAS
COUNTY OF DALLAS

TRACT 1

BEING 6.901 acres situated in the B.B.B. & C.R.R. Co. Survey, Abstract No. 197 and the James A. Moore Survey, Abstract No. 908, Dallas County, Texas and being a portion of a tract of land, conveyed by deed to Champion-Sierra Forty, LTD., as recorded in Volume 97042, Page 1817, Deed Records, Dallas County, Texas. Said 6.901 acres being more particularly described by metes and bounds as follows:

BEGINNING at a set of 1/2 inch iron rod at the southeasterly end of a corner clip, forming the intersection of the north right-of-way line at Royal Lane (a 100 foot R.O.W., variable width R.O.W. at this point); and the east right-of-way line of Sierra Drive (a 65 foot R.O.W., variable width R.O.W. at this point);

THENCE North 45 degrees 00 minutes 36 seconds West, along said corner clip, a distance of 21.21 feet to a 1/2 inch iron rod set for corner, said point being in the east right-of-way line of said Sierra Drive;

THENCE North 00 degrees 00 minutes 36 seconds West, along said east right-of-way line, a distance of 73.77 feet to a 1/2 inch iron rod set for corner, said point being the point of curvature of a curve to the left, having a delta of 05 degrees 26 minutes 21 seconds, a radius of 1,065.00 feet and a chord bearing and distance of North 02 degrees 43 minutes 46 seconds West, 101.06 feet;

THENCE northwesterly, along said east right-of-way line and along the arc of said curve to the left, a distance of 101.10 feet to a 1/2 inch iron rod set for corner, said point being the point of reverse curvature of a curve to the right, having a delta of 05 degrees 26 minutes 21 seconds, a radius of 1,045.00 feet and a chord bearing and distance of North 02 degrees 43 minutes 46 seconds West, 99.16 feet;

THENCE northwesterly, along said east right-of-way line and along the arc of said curve to the right, a distance of 99.20 feet to a 1/2 inch iron rod set for corner, said point being the point of reverse curvature of a curve to the left, having a delta of 33 degrees 11 minutes 45 seconds, a radius of 682.50 feet and a chord bearing and distance of North 16 degrees 36 minutes 28 seconds West, 389.92 feet;

THENCE northwesterly, along said east right-of-way line and along the arc of said curve to the left, a distance of 395.42 feet to a 1/2 inch iron rod set for corner;

THENCE South 89 degrees 59 minutes 42 seconds East, leaving said east right-of-way line, a distance of 268.19 feet to a 1/2 inch iron rod set for corner, said point being in the west line of Lot 3, Block A, Sierra at Las Colinas, an addition to the City of Irving, Texas as recorded in Volume 97202, Page 2827, Deed Records, Dallas County, Texas;

THENCE South 00 degrees 09 minutes 51 seconds West, along said west line, a distance of 179.46 feet to a 1/2 inch iron rod found for corner, said point being the southwest corner of said Lot 3, Block A;

THENCE South 89 degrees 59 minutes 31 seconds East, along the south line of said Lot 3, Block A, a distance of 380.25 feet to a 1/2 inch iron rod set for corner;

THENCE South 00 degrees 00 minutes 18 seconds West, leaving said south line, a distance of 491.56 feet to a 1/2 inch iron rod set for corner, said point being in the north right-of-way line of said Royal Lane;

THENCE North 89 degrees 59 minutes 42 seconds West, along said north right-of-way line, a distance of 147.07 feet to a 1/2 inch iron rod set for corner, said point being the point of curvature of a curve to the right, having a delta of 04 degrees 30 minutes 46 seconds, a radius of 660.50 feet and a chord bearing and distance of North 87 degrees 44 minutes 19 seconds West, 52.01 feet;

THENCE northwesterly along said north right-of-way line and along the arc of said curve to the right, a distance of 52.02 feet to a 1/2 inch iron rod set for corner;

THENCE North 85 degrees 28 minutes 57 seconds West, continuing along said north right-of-way line, a distance of 70.89 feet to a 1/2 inch iron rod set for corner, said point being the point of curvature of a curve to the left, having a delta of 04 degrees 31 minutes 39 seconds, a radius of 344.50 feet and a chord bearing and distance of North 87 degrees 44 minutes 46 seconds West, 27.22 feet;

THENCE northwesterly, along said north right-of-way line and along the arc of said curve to the left, a distance of 27.22 feet to a 1/2 inch iron rod set for corner;

THENCE South 89 degrees 59 minutes 24 seconds West, continuing along said north right-of-way line, a distance of 214.99 feet to the POINT OF BEGINNING and CONTAINING 300,590 square feet or 6.901 acres of land, more or less.

TRACT 2

BEING 5.335 acres situated in the B.B.B. & C.R.R. Co. Survey, Abstract No. 197 and the James A. Moore Survey, Abstract No. 908, Dallas County, Texas and being a portion of a tract of land, conveyed by deed to Champion-Sierra Forty, LTD., as recorded in

Volume 97042, Page 1817, Deed Records, Dallas County, Texas. Said 5.335 acres being more particularly described by metes and bounds as follows:

BEGINNING at a found 1/2 inch iron rod at the southwesterly end of a corner clip, forming the intersection of the west right-of-way line of MacArthur Boulevard (a variable width R.O.W.) and the north right-of-way line of Royal Lane (a 110 foot R.O.W., a variable width at this point);

THENCE North 89 degrees 59 minutes 42 seconds West, along said north right-of-way line, a distance of 448.72 feet to a 1/2 inch iron rod set for corner;

THENCE North 00 degrees 00 minutes 18 seconds East, leaving said north right-of-way line, a distance of 491.56 feet to a 1/2 inch iron rod set for corner said point being in the south line of Lot 3, Block A, Sierra at Las Colinas, an addition to the City of Irving, Texas as recorded in Volume 97202, Page 2627, Deed Records, Dallas County, Texas;

Thence South 89 degrees 59 minutes 31 seconds East, along said south line, a distance of 479.82 feet to a 1/2 inch iron rod found for corner, said point being the southeast corner of said Lot 3, Block A, said point also being in the west right-of-way line of said MacArthur Boulevard;

THENCE South 00 degrees 08 minutes 29 seconds West, along said west right-of-way line, a distance of 152.10 feet to a 1/2 inch iron rod found for corner;

THENCE South 05 degrees 51 minutes 22 seconds West, continuing along said west right-of-way line, a distance of 102.72 feet to a 1/2 inch iron rod found for corner;

THENCE South 00 degrees 10 minutes 35 seconds West, continuing along said west right-of-way line, a distance of 218.01 feet to an aluminum cap found for corner, said point being the northeasterly end of the corner clip forming the intersection of said west right-of-way line and the north right-of-way line of said Royal Lane;

THENCE South 45 degrees 33 minutes 19 seconds West, along said corner clip, a distance of 27.47 feet to the POINT OF BEGINNING and CONTAINING 232,411 square feet or 5.335 acres of land, more or less.

THIRD AMENDMENT TO
SUPPLEMENTARY DECLARATION NO. 59

The Las Colinas Association, a Texas non-profit corporation, in executing this Third Amendment to Supplementary Declaration No. 59 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 Third Amendment to Supplementary Declaration No. 59 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 63.91% of the total eligible votes of the Association, with both classes of the membership voting together, voted in favor of the Third Amendment to Supplementary Declaration No. 59 and, accordingly, such amendment was approved for filing.
5. The members of the Association voting by proxy in favor of the Third Amendment to Supplementary Declaration No. 59 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. 59 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
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.



Janet Paradis
Notary Public in and for the State of Texas

**THIRD AMENDMENT TO
SUPPLEMENTARY DECLARATION NO. 59
LAS COLINAS AREA LIX
DALLAS COUNTY, TEXAS**

This Third Amendment to Supplementary Declaration No. 59, Las Colinas Area LIX ("Third 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 LIX ("Area LIX") was added to Las Colinas pursuant to Supplementary Declaration No. 59, Las Colinas Area LIX, recorded in Volume 84064, Page 1987 et seq. of the Deed Records of Dallas County, Texas, which Area LIX is described with

particularity in Exhibit "A-59" attached to the Supplementary Declaration No. 59 (the "Original Supplement").

D. The Original Supplement is applicable to a 11.537 acre tract and a 85.164 acre tract of real property more particularly described in Exhibit "A-59" (the "Original Tract").

E. The Original Supplement was amended by the Amendment to Supplementary Declaration No. 59, Las Colinas LIX, as to the Sierra Tract only as that term is defined therein, recorded in the Deed Records of Dallas County, Texas in Volume 2000210, Page 0283 et seq. of the Real Property Records of Dallas County, Texas (the "Amendment").

F. The Original Supplement was further amended by the Second Amendment to Supplementary Declaration No. 59, Las Colinas Area LIX, as to the TriNet Tract only as that term is defined therein, recorded in the Deed Records of Dallas County, Texas as instrument No. 20070280678 (the "Second Amendment").

G. LG MacArthur 181, LLC (the "Property Owner"), as owner of the real property as described in Exhibit "C-59" (the "LG Tract"), has requested to further amend Article V, Section 59 of the Declaration, with respect to the LG Tract only, to allow retail and related uses (the "Third Amendment").

H. 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.

I. More than fifty percent (50%) of the eligible votes of the membership were cast to approve the following amendment of Article V, Section 59 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 Third Amendment to Supplementary Declaration No. 59, Las Colinas Area LIX is hereby amended as follows:

1. That the LG Tract which is part of 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 this Third Amendment to Supplementary Declaration No. 59, Las Colinas Area LIX).

2. That Article V, Section 59 of the Declaration is hereby amended, as to the LG Tract only and only as to the sections identified herein, to state as follows:

- a. Use Limitations for the LG Tract. Sites in the LG Tract of Area LIX (Exhibit "C-59") may be used for:
- (1) Retail and related facilities including restaurants, bank drive through, gasoline service stations (including related facilities) and full service car washes;
 - (2) Office buildings, research and development facilities, technological services and/or training centers;
 - (3) Storage, light manufacturing, warehousing and/or distribution facilities completely within an enclosed building; and
 - (4) Experimental or testing laboratories (chemical and electrical).

The following uses for sites in the LG Tract of Area LIX are not permitted:

- (1) Single family residential dwellings;
- (2) Any use which involves a noxious odor, excessive emission of smoke, steam, or vapor or an excessive noise level;
- (3) Any use contrary to law or which violates any part of Section 59 of this Article V;
- (4) Overnight parking of campers, mobile homes, boats, trailers, or motor homes except that such parking is permitted in covered and enclosed areas;
- (5) Any use which involves the raising, breeding, or keeping of any animals or poultry other than two household pets per unit;
- (6) Multifamily residential dwellings; and
- (7) Hotel

- b. Minimum Setback Lines in LG Tract of Area LIX. No structure of any kind and no part thereof shall be placed within these setback lines:

- (1) 50 feet from SH 161 (previously Valley View Lane);
- (2) 50 feet from MacArthur Boulevard right-of-way;
- (3) 50 feet from Royal Lane right-of-way;
- (4) 50 feet from Hackberry Creek Channel property line; and
- (5) 20 feet from any other public or private street property line.

The following improvements are expressly excluded from this restriction:

- (a) Structures below and covered by the ground;
- (b) Steps, walks, driveways, and curbing;
- (c) Planters, walls, fences, or hedges, not to exceed four (4) feet in height;
- (d) Landscaping; and
- (e) Any other improvements approved in writing by Declarant. Roofed structures, other than the following may in no event be approved:
 - i. guardhouses;
 - ii. gatehouses; and
 - iii. relatively minor encroachments of adequately screened parking structures.

Declarant may grant exceptions to and/or variations from any part of this paragraph "b." of this Section 59 provided that any such variations and/or exceptions must be in writing.

- c. Parking Areas in LG Tract of Area LIX. Parking areas shall:

- (1) Be curbed, guttered, and paved with five (5) inch reinforced concrete or with five (5) inch asphaltic concrete; both the reinforced concrete and the asphaltic concrete shall be placed on a six (6) inch lime stabilized base;
- (2) Have a maximum grade slope of 7 and 1/2% and a minimum grade slope of 1 and 1/2%;
- (3) Not be provided in front of minimum setback lines except along State Highway 161 where the parking setback may be 25 feet from the right-of-way line of State Highway 161 and may be in front of the building line;
- (4) Not be provided in front of any building line fronting any public thoroughfare unless expressly so approved in writing by the Architectural Control Committee which Committee may not approve such parking in front of minimum setback lines, except as provided in c(3);
- (5) Be adequately screened by use of berm, trees, landscaping, or other means acceptable to the Architectural Control Committee;

- (6) Be sufficient to accommodate all parking needs for employees, company vehicles, and visitors without the use of on street parking. If parking needs increase, additional off street parking shall be provided by the owner. In no event shall less than one parking space be provided for each of the following, as applicable:
 - (a) 300 gross square feet of office space;
 - (b) 1000 gross square feet of warehouse area;
 - (c) 500 gross square feet of manufacturing, assembling, processing, servicing, or laboratory, research and development area;
 - (d) 250 gross square feet of banking or retail (including gasoline service stations) store space; and
 - (e) each 2 ½ restaurant or club seats

Declarant may grant exceptions to and/or variations from any part of this paragraph "c" of this Section 59 provided that any such variations and/or exceptions must be in writing.

j. Construction Standards in LG Tract of Area LIX.

- (1) All building sides must be faced with face brick or stone, or with such other quality face materials as may be approved in writing by the Architectural Control Committee. Cladded tilt wall may be used as an approved material so long as it is faced with face brick, stone or with other such quality face material as may be approved in writing by the Architectural Control Committee. Windows shall not be glazed or reglazed with mirrored or reflective glass without prior written approval of the Architectural Control Committee;
- (2) Construction must conform to plans and specifications approved in writing by the Architectural Control Committee pursuant to Article IV of the Declaration. Normally, such approval will be limited to those plans which:
 - (a) Do not include wooden frames unless specifically approved by Declarant;
 - (b) Provide adequate fire protection system;
 - (c) Provide for all underground utilities (public and private);
 - (d) Preserve the quality and atmosphere of the area and do not detract from adjacent property;
 - (e) Do not include exterior fire escapes;
 - (f) Do not make extensive use of reflective or mirrored glass;
 - (g) Intentionally Deleted; and
 - (h) Have an exterior providing an "office or retail appearance."
- (3) Intentionally Deleted;

- (4) Each commercial building, complex of buildings, or separate commercial business enterprise shall have a trash compactor on the premises adequate to handle the trash and waste items generated, manufactured, or acquired thereon by such commercial activities. The sorting, removing, and disposing of all such 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 by public sewerage methods (such as shredding, compaction, incineration, reclamation, or chemical dissolution) must be approved in writing by the Architectural Control Committee;
- (5) Each kitchen facility within a commercial building or complex or buildings shall contain a water flushing garbage grinder disposal;
- (6) All structures will be equipped with gutters, downspouts, and/or other drainage conveyances;
- (7) Intentionally Deleted;
- (8) No excavation shall be made except in conjunction with construction of an improvement. When such improvement is completed, all exposed openings shall be back filled and graded; and
- (9) Once commenced, construction shall be diligently pursued to the end that it may not be left in a partly finished condition any longer than reasonably necessary.

3. Except as specifically modified by the Amendment (as to the Sierra Tract only), the Second Amendment (as to the TriNet Tract only), and this Third Amendment (as to the LG Tract only), Supplementary Declaration No. 59 remains in full force and effect. This Third Amendment applies only to the LG Tract and does not apply to any other portion of Area LIX.

4. Exhibit "C-59" attached to this Third Amendment is hereby attached to Supplementary Declaration No. 59 as Exhibit "C-59".

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

EXECUTED as of the day and year first above written.

THE LAS COLINAS ASSOCIATION,
a Texas non-profit corporation

By: Ethan R. Bidne
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.

Janet Paradis
Notary Public in and for the State of Texas



My Commission Expires:

11-17-2017

EXHIBIT "C-59"

**LEGAL DESCRIPTION
TRACT 1**

BEING a 2.483 acre tract of land situated in the B.B.B. & C.R.R. Co. Survey, Abstract No. 197, Dallas County, Texas, being out of Lot 1, Block A, 161-Mac Star Addition No. 1, an addition to the City of Irving, Texas, as recorded in Volume 95181, Page 504, Deed Records, Dallas County, Texas, and being a portion of a tract of land conveyed by deed to Microsoft Corporation, as recorded in Volume 2002836, Page 4771, Deed Records, Dallas County, Texas. Said 2.483 acre tract of land being more particularly described by metes and bounds as follows:

BEGINNING at a found 1/2 inch iron rod for corner, being the most easterly point of a corner-clip with the southeasterly right-of-way line of President George Bush Turnpike (S.H. 161) (a variable width R.O.W.) and the west right-of-way line of MacArthur Boulevard (a variable width R.O.W.);

THENCE South 00°07'02" West, along said west right-of-way line, for a distance of 428.00 feet to a found 1/2 inch iron rod for corner, being the northeast corner of Tract 2 as conveyed by deed to said Microsoft Corporation, as recorded in Volume 2002836, Page 4771, Deed Records, Dallas County, Texas;

THENCE North 80°58'55" West, leaving said west right-of-way line, and following along the common line of said Tract 1 and 2, for a distance of 251.30 feet to a found 1/2 inch iron rod for corner;

THENCE North 38°40'02" West, continuing along said common line, for a distance of 203.83 feet to a found 1/2 inch iron rod for corner, being in said southeasterly right-of-way line of President George Bush Turnpike;

THENCE North 51°19'58" East, leaving said common line and following along said southeasterly right-of-way line, for a distance of 182.56 feet to a found 1/2 inch iron rod with RPLS 3989 cap for corner;

THENCE North 53°03'31" East, continuing along said southeasterly right-of-way line, for a distance of 221.99 feet to a found 1/2 inch iron rod with RPLS 3989 cap for corner, being the most westerly point of said corner-clip with the west right-of-way line of MacArthur Boulevard;

THENCE South 72°18'02" East, along said corner-clip, for a distance of 59.26 feet to the POINT OF BEGINNING and CONTAINING 108,174 square feet or 2.483 acres of land, more or less.

**LEGAL DESCRIPTION
TRACT 2**

BEING a 9.496 acre tract of land situated in the B.B.B. & C.R.R. Co. Survey, Abstract No. 197, Dallas County, Texas, being a portion of a tract of land conveyed by deed to Microsoft Corporation, as recorded in Volume 2002036, Page 4771, Deed Records, Dallas County, Texas. Said 9.496 acre tract of land being more particularly described by notes and bounds as follows:

COMMENCING at a found 1/2 inch iron rod for corner, being the most easterly point of a corner-clip with the southeasterly right-of-way line of President George Bush Turnpike (S.H. 161) (a variable width R.O.W.) and the west right-of-way line of MacArthur Boulevard (a variable width R.O.W.);

THENCE South 00°07'02" West, along said west right-of-way line, for a distance of 428.00 feet to a found 1/2 inch iron rod for corner, being the POINT OF BEGINNING;

THENCE South 00°07'02" West, continuing along said west right-of-way line, for a distance of 572.00 feet to a found 1/2 inch iron rod for corner;

THENCE North 77°32'30" West, for a distance of 664.71 feet to a found 1/2 inch iron rod with W.A.I. cap for corner;

THENCE North 36°17'37" West, for a distance of 340.28 feet to a found 5/8 inch iron rod with GEOGRAM cap for corner, being in said southeasterly right-of-way line of President George Bush Turnpike;

THENCE North 53°41'58" East, along said southeasterly right-of-way line, for a distance of 531.30 feet to a found 1/2 inch iron rod for corner;

THENCE North 51°19'58" East, continuing along said southeasterly right-of-way line, for a distance of 61.36 feet to a found 1/2 inch iron rod for corner;

THENCE South 38°40'02" East, leaving said southeasterly right-of-way line, for a distance of 203.83 feet to a found 1/2 inch iron rod for corner;

THENCE South 80°58'55" East, for a distance of 251.30 feet to the POINT OF BEGINNING and CONTAINING 413,651 square feet or 9.496 acres of land, more or less.

Filed and Recorded
Official Public Records
John F. Warren, County Clerk
Dallas County, TEXAS
05/06/2014 03:50:29 PM
\$62.00
201400111527



**FOURTH AMENDMENT TO
SUPPLEMENTARY DECLARATION NO. 59
LAS COLINAS AREA LIX
DALLAS COUNTY, TEXAS**

**STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS;
COUNTY OF DALLAS §**

This Fourth Amendment to Supplementary Declaration No. 59, Las Colinas Area LIX, is made this 16th day of June, 2020, 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; a Third Correction to Declaration was recorded in Volume 82071, Page 3244 *et seq.* of the Deed Records of Dallas County, Texas; and a First Amendment to the Corrected Las Colinas Declaration was recorded as Document No. 201400111545 of the Deed Records of Dallas County, Texas (such Declaration as so corrected and amended being referred to as the "Declaration").

C. Las Colinas Area LIX ("Area LIX") was added to Las Colinas pursuant to Supplementary Declaration No. 59, Las Colinas Area LIX, recorded in Volume 84064, Page 1987 et seq. of the Deed Records of Dallas County, Texas, which Area LIX is described with particularity in Exhibit "A-59" attached to the Supplementary Declaration No. 59 (the "Original Supplement").

D. The Original Supplement is applicable to a 11.537 acre tract and a 85.164 acre tract of real property more particularly described in Exhibit "A-59" (the "Original Tract").

E. The Original Supplement was amended by the Amendment to Supplementary Declaration No. 59, Las Colinas Area LIX, as to the Sierra Tract only as that term is defined therein, recorded in the Deed Records of Dallas County, Texas in Volume 2000210, Page 0283 et seq. of the Real Property Records of Dallas County, Texas (the "Amendment").

F. The Original Supplement was further amended by the Second Amendment to Supplementary Declaration No. 59, Las Colinas Area LIX, as the TriNet Tract only as that term is defined therein, recorded in the Deed Records of Dallas County, Texas as instrument No. 20070260678 (the "Second Amendment").

G. The Original Supplement was further amended by the Third Amendment to Supplementary Declaration No. 59, Las Colinas Area LIX, as described in Exhibit "C-59" (the "LG Tract"), recorded in the Deed Records of Dallas County, Texas as instrument No. 201400111527 (the "Third Amendment").

H. Piedmont Royal Lane, LP (the "Property Owner"), as owner of the real property as described in Exhibit "D-59" (the "Piedmont Tract"), has requested to further amend Article V, Section 59 of the Declaration, with respect to the Piedmont Tract only, to allow retail, entertainment, health club, hotel, multi-family (with a minimum of eight (8) floors), and/or mixed

use. The Property Owner is also requesting to remove storage, light manufacturing, warehousing and distribution facilities from the list of permitted Use Limitations with respect to the Piedmont Tract only.

I. Section 215.008(d) of the Texas Property Code provides that 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.

J. More than the requisite number of the eligible votes of the membership were cast to approve the following amendment of Article V, Section 59 of the Declaration, after due and proper notice, at the Annual Meeting of the Association held on June 16th, 2020.

NOW THEREFORE, the Declaration, as supplemented by the Original Supplement and as amended by this Fourth Amendment to Supplementary Declaration No. 59, Las Colinas Area LIX is hereby amended as follows:

1. That the Piedmont Tract which is part of 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 the Fourth Amendment to Supplementary Declaration No. 59, Las Colinas Area LIX).

2. That Article V, Section 59, of the Declaration is hereby amended, as to the Piedmont Tract only and only as to the sections identified herein, to state as follows:

a. Use Limitations for the Piedmont Tract. Sites in the Piedmont Tract of Area LXI (Exhibit "D-59") may be used for:

(1) Office buildings, research and development facilities, technological services and/or training centers;

- (2) Experimental or testing laboratories (chemical and electrical);
- (3) Retail and related facilities including restaurants;
- (4) Entertainment;
- (5) Health club;
- (6) Hotel;
- (7) Multi-family (with a minimum of eight (8) floors); and
- (8) Mixed use.

b. The following uses of sites in Area LIX are not permitted:

- (1) Single family detached residential dwellings;
- (2) Storage, light manufacturing, warehousing and/or distribution facilities;
- (3) Any use which involves a noxious odor, excessive emission of smoke, steam, or vapor, or an excessive noise level;
- (4) Any use contrary to law or which violates any part of Section 59 of this Article V;
- (5) Overnight parking of campers, mobile homes, boats, trailers, or motor homes, except that such parking is permitted in covered or enclosed areas;
- (6) Any use which involves the raising, breeding, or keeping of any animals or poultry other than two household pets per unit; and
- (7) Uses not expressly permitted hereinabove.

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

3. The Supplementary Declaration No. 59, Las Colinas Area LIX, Amendment to Supplementary Declaration No. 59, Las Colinas Area LIX, Second Amendment to Supplementary Declaration No. 59, Las Colinas Area LIX, and Third Amendment to Supplementary Declaration No. 59, Las Colinas Area LIX, except as expressly amended by this Fourth Amendment to Supplementary Declaration No. 59, Las Colinas Area LIX hereby remains in full force and effect and is hereby ratified and confirmed.

EXECUTED as of the day and year first above written

THE LAS COLINAS ASSOCIATION,
a Texas non-profit corporation

By:

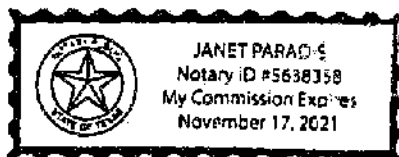
J. Hammond Perot
J. Hammond Perot, President & CEO

THE STATE OF TEXAS

COUNTY OF DALLAS

This instrument was acknowledged before me on the 23rd day of July, 2020, by J. Hammond Perot, President & CEO of The Las Colinas Association, a Texas non-profit corporation, on behalf of such corporation.

Janet Paradis
Notary Public in and for the State of Texas



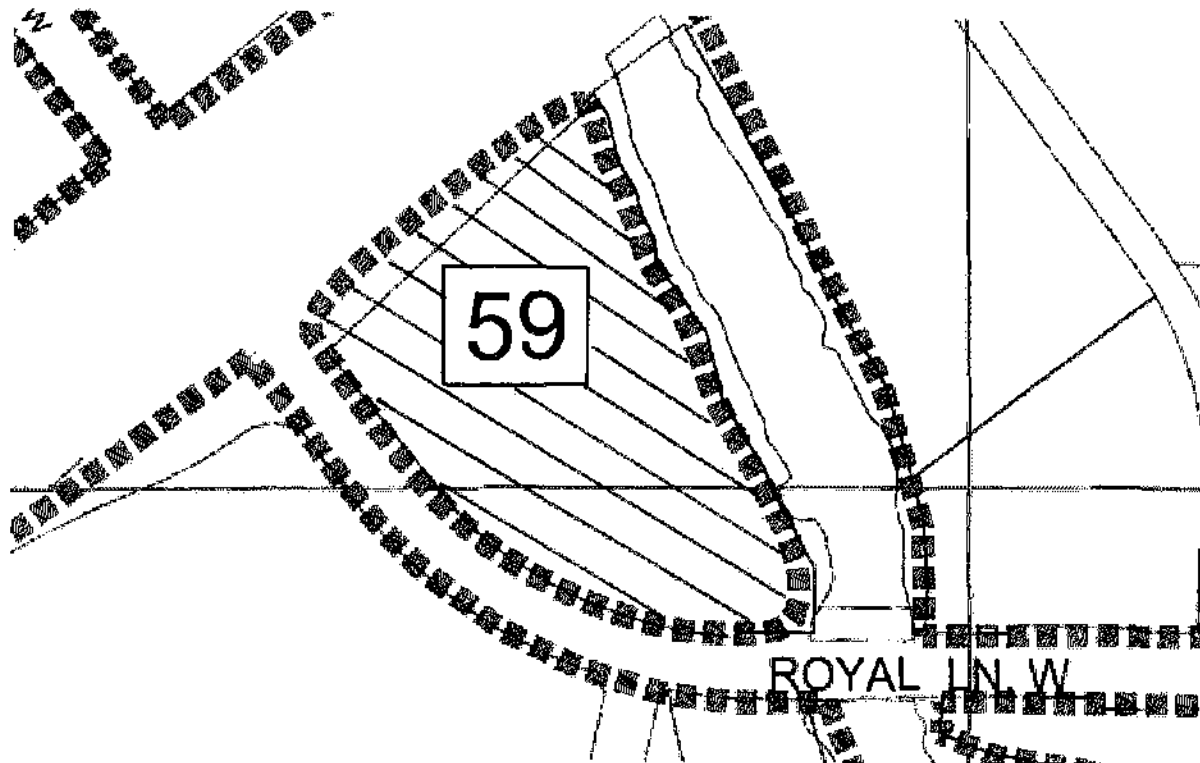
Janet Paradis
Printed Name

My Commission Expires:

11-17-21

EXHIBIT "D - 59"

- 1: B B B & C RR CO ABST 197 PG 435
- 2: TR 2.3 ACS 10.4918
- 3: PT ABST 216 LOC ON ABST 1322 P130
- 4: INT201300244790 DD07262013 CO-DC
- 5: 0197435100203 1CI01974351



**Dallas County
John F. Warren
Dallas County Clerk**

Instrument Number: 202000193686

eRecording - Real Property

Recorded On: July 30, 2020 09:16 AM

Number of Pages: 7

" Examined and Charged as Follows: "

Total Recording: \$46.00

******* THIS PAGE IS PART OF THE INSTRUMENT *******

Any provision herein which restricts the Sale, Rental or use of the described REAL PROPERTY
because of color or race is invalid and unenforceable under federal law.

File Information:

Document Number: 202000193686
Receipt Number: 20200728000832
Recorded Date/Time: July 30, 2020 09:16 AM
User: Kevin T
Station: CC15

Record and Return To:

Simplifile



**STATE OF TEXAS
COUNTY OF DALLAS**

**I hereby certify that this Instrument was FILED In the File Number sequence on the date/time
printed hereon, and was duly RECORDED in the Official Records of Dallas County, Texas.**

John F. Warren
Dallas County Clerk
Dallas County, TX