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**SUPPLEMENTARY DECLARATION NO. 103
LAS COLINAS AREA CIII
DALLAS COUNTY, TEXAS**

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Deed

This Supplementary Declaration, made this 13th day of January, 2000 by LAS COLINAS LAND LIMITED PARTNERSHIP, a Delaware limited partnership (Declarant).

WITNESSETH:

- 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" 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. LCC assigned all of its rights as "Declarant" under the Declaration to Declarant under 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. 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.
- E. 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.
- F. 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.
- G. Declarant desires to add additional property located within the boundaries of the property described in Exhibit "A-103" to the Declaration to the scheme of the Declaration and to modify Article V of the Declaration as it pertains to the additional property.

- H. The following terms have the following definition: **Architectural Control Committee** means the Architectural Control Committee of The Las Colinas Association.

NOW THEREFORE, Declarant declares as follows:

1. The real property described in Exhibit "A-103" attached hereto and incorporated herein by reference for all purposes (designated as **Area CIII** 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 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 103, which is applicable only to **Area CIII**:

Section 103. Covenants Applicable to Area CIII. The following provisions are applicable to any and all construction, improvement, alteration, addition, and use of, in, or to **Area CIII** of the Properties:

- a. Use Limitations. Sites in **Area CIII** may be used for at grade surface parking, structured parking, full service hotels, conference centers, sports and health facilities, offices, private clubs and related retail sales, restaurants, general retail use and single family detached or single family attached residential dwellings; provided, however, that (i) until the sixth anniversary of the date of this Supplementary Declaration, the uses of sites in **Area CIII** shall be limited and restricted to the uses set forth and permitted in paragraph 2.1 (styled "Grandfather Clause") of this Supplementary Declaration and to single family detached or single family attached residential dwelling use and (ii) any single family detached or single family attached residential dwelling use must comply with the provisions of the attached Exhibit B-103. The following uses of sites in **Area CIII** are not permitted:
 - (1) Warehouses and manufacturing.
 - (2) Multifamily residential dwellings.
 - (3) Any use which involves a noxious odor or any excessive noise level which constitutes a nuisance.
 - (4) Any use contrary to law.
 - (5) Any use which violates any part of this Section 103.
 - (6) Any use which involves the raising, breeding, or keeping of any animals or poultry for commercial purposes.
- 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 Leland Boulevard.
 - (B) 25 feet from Mills Lane.
 - (C) 25 feet from any exterior property line (i.e., a common boundary line with an adjacent owner).
- (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) Planters, walls, fences, or hedges, not to exceed four feet in height.
 - (D) Landscaping.
 - (E) Guardhouses.
 - (F) Gatehouses.
 - (G) Aerial pedestrian crossings or connections.
 - (H) Canopies.
- (3) No parking area and no part thereof may be placed within these setback lines:
 - (A) 25 feet from Leland Boulevard.
 - (B) 25 feet from Mills Lane.
 - (C) 25 feet from any exterior property line (i.e., a common boundary line with an adjacent owner).
- (4) Declarant may grant exceptions to or variances from any setback lines established in b(1) and b(3) above, provided that any variances or exceptions must be in writing.

c. Maximum Building Height Requirements. Principal structures erected on the site in Area CIII shall conform to the maximum height requirements set forth below:

- (1) Not more than four (4) stories, the floor level as measured at the center line of the first story (exclusive of the garage level) being at or above the top of curb elevation of Mills Lane abutting the site.

- (2) Not more than twenty-five (25) feet in height above the nearest top of curb elevation of Leland Boulevard abutting the site.

Exceptions to or variances from minimum building heights established in this paragraph c may be granted only upon written approval of the Declarant.

d. 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.
- (2) Have a maximum grade slope of 5% and a minimum grade slope of 1½%.
- (3) Not be provided in front of the minimum parking setback lines established above, nor be provided in front of any building facing a public street unless expressly approved in writing by the Architectural Control Committee, which may not approve parking in front of minimum setback lines unless a written variance approving same is granted by Declarant.
- (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 exterior boundary lines.
- (5) 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.
- (6) In the event a parking lot on Area CIII ceases to be used as a parking lot for a period of more than 12 months, the Owner of Area CIII shall promptly remove any parking surface and replace the parking area with grass until it is redeveloped in accordance with redevelopment plans approved by the Architectural Control Committee.

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

e. Driveways. Driveways must:

- (1) Be constructed as specified in paragraph d(1) above.
- (2) Have a minimum width of 12 feet.

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

- (1) Identify the name and business of the occupant, or give directions, or offer the premises for sale or for lease.
- (2) Are not of an unusual size or shape when compared to the building or buildings on the premises.
- (3) Preserve the quality and atmosphere of the area.

No signs, symbols, advertising insignia or similar items are permitted on top of or on the face of buildings at a location higher than the area immediately above those levels where there are ground level outside entrances into the buildings; provided, Declarant may grant exceptions to or variances from the restrictions in this subsection f, provided that any variances or exceptions must be in writing. Signs of a flashing or moving character or inappropriately colored signs are not permitted. The Association may, but is not obligated to, remove any sign erected without written approval.

g. Landscaping. Landscaping shall:

- (1) Be completed on all sites contemporaneously with completion of other improvements, but in no event later than 180 days after first occupancy of buildings.
- (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 that:
 - (A) Provide automatic underground sprinkling systems for all landscaped areas;
 - (B) Permit reasonable access to public and private utility lines and easements for installation and repair;
 - (C) Preserve existing trees to the extent practical; and
 - (D) Include at least one tree for each 4,500 square feet of area between exterior building walls (including parking structures), and public street right-of-way lines and adjacent boundary lines.
- (3) Owners shall provide landscaping, including hardscape structures and walks as well as plant materials within the area 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.

h. 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. 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) 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, from public and private streets and highways.

i. Loading Docks and Areas.

- (1) Loading docks and areas may not be located on the street-side of any building or structure, except that the Architectural Control Committee may approve a street-side location 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.
- (3) Loading docks and areas must be screened in a manner approved in writing by the Architectural Control Committee considering factors like location and views from adjacent and nearby properties and public rights-of-way.

j. Exterior Illumination. Illumination is required for all exterior building walls that face existing or proposed public or private streets and for all parking areas and walkways unless otherwise waived or modified by Declarant in writing. All exterior illumination must conform to plans approved in writing by the Architectural Control Committee.

k. Construction Standards.

- (1) All building sides must be faced with face brick, stone, architectural concrete pre-cast or with other quality face materials approved in writing by the Architectural Control Committee. Windows may not be glazed or reglazed with mirrored or reflective glass and the spandrel area between

window 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 plans and specifications approved in writing by the Architectural Control Committee under Article IV of the Declaration. Normally, approval will be limited to those plans which:
 - (A) Preserve the quality and atmosphere of the area and do not detract from adjacent property.
 - (B) Do not include exterior fire escapes.
- (3) 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 (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, or other drainage conveyances approved by the Architectural Control Committee.
- (5) All utility lines (public or private) shall be underground.
- (6) No excavation shall commence except in conjunction with construction of an improvement approved by the Architectural Control Committee. When such improvement is completed, all exposed excavation shall be filled, graded and landscaped.
- (7) Once commenced, construction must be diligently pursued and not left in a partly finished condition for longer than ninety (90) days without written approval from the Architectural Control Committee; provided, however, there shall be excluded from the computation of such ninety (90) day period, any delays due to strikes, riots, acts of God, shortages of labor or materials, war, applicable laws or any other cause beyond the control of the property owner, excepting financial inability.

1. Grandfather Clause.

- (1) Notwithstanding anything in the other paragraphs of this Supplementary Declaration to the contrary, Area CIII may continue to be used and operated (i) as a surface parking lot; (ii) for storage in compliance with all applicable laws and only in connection with the Byron Nelson or similar Golf Tournament and the hotel use; and (iii) for construction and special event staging in generally the same manner and to the same extent as it is being used and operated on the date of this Supplementary Declaration

provided that the owner of Area CIII complies with the additional requirements set forth in paragraph 2.1.(2), and the terms and conditions of the other paragraphs of this Supplementary Declaration shall not apply to Area CIII so long as it is used and operated in such manner.

(2) Additional Requirements.

(A) Fencing

- All barbed wire shall be removed from the existing chain link fence around the perimeter of Area CIII and no barb wire shall be permitted in the future.
- All existing chain link fence shall be repaired and maintained in good condition, except where required to be removed below.
- The chain link fence beginning at the right of way of Mills Lane on the northwest corner of Area CIII along the western property line will be removed from the corner of the gate to the street. The chain link gate and entry areas as well as a portion of the chain link fence along Mills Lane at this gate will be removed and replaced by an iron fence and gate.
- The second chain link gate on Mills Lane shall be replaced with an iron gate.

(B) Screening

- The existing hedge along Mills Lane shall be improved and maintained to provide screening of the chain link fence in accordance with the following standards and planting requirements.
- A hedge shall be planted by the owner of Area CIII on the adjacent property owned by the Association to screen the chain link fence along the western property line adjacent to the Association park property line. The owner of Area CIII shall extend irrigation line for this hedge to the existing irrigation system on Area CIII.
- New and replacement hedges shall be at least 4 feet tall at the time of planting. Hedges shall be properly maintained so that the chain link fencing shall essentially not be visible from the street. The existing hedges shall be brought to this

standard within thirty-six months from the date of this Supplemental Declaration.

- The owner of Area CIII's obligation regarding the hedge and irrigation system on the Association park property shall be contingent upon the Association granting to the owner of Area CIII an easement to allow the owner of Area CIII (a) to install (1) the irrigation system, (2) the hedges, and (3) the trees described below and (b) to maintain the hedge on the Association park property.
- (C) Sidewalks. Sidewalks shall be constructed to city standards along Mills Lane and Leland Drive.
- (D) Landscaping
- Live oak trees of a diameter of not less than three caliper inches, will be given to the Association by the owner of Area CIII in quantities sufficient for the owner of Area CIII to plant them at 40 foot intervals adjacent to the western boundary of Area CIII on the Association park property where directed by the Association. The owner of Area CIII will replace any trees which do not survive twelve months after planting by the Owner of Area CIII.
 - The Association shall maintain the trees on the Association park property.
 - The trees along Leland Drive will be those in the Development Plan #44 and Project Plan #1, Development Plan #44 - Four Seasons Resort (the "Plans") as approved by the Planning and Zoning Committee of the City of Irving, January 10, 2000.
- (E) Main Entry Gate. The Main Entry Gate Area shall be concrete with curb and shall include paving features as approved by the Architectural Control Committee.
- (F) Parking Surface. The asphalt parking surface shall be repaired and maintained in good condition. The boundary line of the parking surface shall be clearly delineated by an asphalt curb. Potholes shall be repaired and there shall be annual crack sealing. Grass shall not be allowed to encroach on the parking lot surface. Upon completion of construction of the Ballroom at the Four Seasons Hotel, the back two thirds of the parking lot shall be overlaid with asphalt. In the event the Area CIII ceases to be used as a special event staging area in connection with the GTE Byron Nelson

Classic or a golf tournament of comparable quality and reputation and player field as the GTE Byron Nelson Classic, and the owner of the Property desires to continue to use it as a parking lot, the surface shall be replaced with concrete which shall conform in all respects to the parking lot standards of the Declaration provided that the existing parking lot configuration including location of parking areas, fencing, hedging and landscaping will be allowed to remain as in the Plans.

(G) Timing. To accommodate the construction of the Ballroom at the Four Seasons Hotel, these understandings relating to the parking lot resurfacing, the iron gate and fencing, and main gate concrete and paving shall commence within 18 months from the date of this Supplemental Declaration.

(H) Enforcement. The Association shall have the right to enforce the additional requirements set forth above in this paragraph 2.1.(2).

(3) In the event Area CIII ceases to be used as provided in paragraph 2.1.(1) and 2.1.(2) above for a period of more than twelve months, this grandfather clause shall terminate and be of no further force and effect. In the event Area CIII is not redeveloped in accordance with this Supplemental Declaration upon the expiration of this grandfather clause, the then owner of Area CIII shall promptly remove any parking surface and replace the parking area with grass until it is redeveloped in accordance with redevelopment plans approved by the Architectural Control Committee.

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.

LAS COLINAS LAND LIMITED PARTNERSHIP,
a Delaware limited partnership

By: Cousins Stone LP, a Texas limited partnership,
Manager

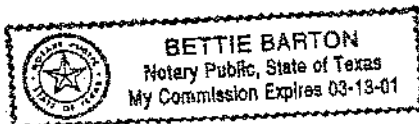
By: Cousins Stone Texas Inc., a Georgia
corporation, its General Partner

By: David H. Brune
David H. Brune
Senior Vice President

THE STATE OF TEXAS
COUNTY OF DALLAS

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This instrument was acknowledged before me on January 13, 2000, by David H. Brune, Senior Vice President of Cousins Stone Texas Inc., a Georgia corporation, as General Partner of Cousins Stone LP, a Texas limited partnership, Manager of Las Colinas Land Limited Partnership, a Delaware limited partnership, on behalf of said corporation and partnerships.



Bettie Barton
Notary Public in and for
the State of Texas

[SEAL]

EXHIBIT A

LEGAL DESCRIPTION

Being an approximately 5.68 acre tract of land situated in the G.W. Clark Survey, Abstract No. 371 in the City of Irving, Dallas County, Texas, said tract of land being more particularly described by metes and bounds as follows:

BEGINNING at an "X" cut in concrete at the intersection of the southwesterly right-of-way line of Mills Lane (a 60.0' R.O.W.) as recorded in Volume 80246, Page 2822, of the Deed Records of Dallas County, Texas, and the northerly right-of-way line of Leland Drive (a 100.00 foot R.O.W.);

THENCE S 55°03'00" W, along the said northerly right-of-way line of Leland Drive a distance of 280.66 feet to a ½ inch iron rod set for the southeast corner of Lot 2, Block A, of the Replat of Sector 6, Phase I, an addition to the City of Irving, Dallas County, Texas, according to the plat thereof recorded in Volume 86197, Page 2731, of the Deed Records of Dallas County, Texas;

THENCE N 26°56'17" W along the northeasterly line of said Lot 2 a distance of 205.76 feet to a ½ inch iron rod set for corner;

THENCE N 73°49'33" W, continuing along the said northeast line of Lot 2 a distance of 134.73 feet to a ½ inch iron rod found for common corner of said Lot 1 and said Lot 2 of said Replat of Section 6, Phase I;

THENCE N 06°23'02" W, along said Lot 1 a distance of 723.91 feet to a ½ inch iron rod set for corner in the curving said westerly right-of-way line of said Mills Lane, same being the point of curvature of a curve to the right having a central angle of 60°25'46" a radius of 542.96 feet;

THENCE Southeasterly along the said curve to the right and the said right-of-way line of Mills Lane an arc distance of 572.66 feet and a chord bearing and distance of S 41°57'41" E, 546.48 feet to a ½ inch iron rod set for corner;

THENCE S 11°44'47" E, along the right-of-way line of said Mills Lane a distance of 89.59 feet to a ½ inch iron rod set for corner, said point being in a curve to the left having a central angle of 23°12'59", and a radius of 507.46 feet;

THENCE Southwesterly along said curve to the left and said right-of-way of Mills Lane an arc distance of 205.62 feet and a chord bearing and distance of S 23°21'17" E, 204.22 feet to a ½ inch iron rod set for corner;

THENCE S 34°57'47" E, continuing along the right-of-way line of said Mills Lane a distance of 119.64 feet to the POINT OF BEGINNING.

EXHIBIT "B-103"

RESIDENTIAL USE COVENANTS APPLICABLE TO AREA CIII

The following provisions shall be applicable to any and all construction, improvement, alteration, addition, in or to Area CIII if used for single family detached or single family attached residential dwelling use. The term "Developer" as used herein shall mean the then owner of Area CIII.

a. General Restrictions.

(1) No residential building shall be erected, altered, placed, or permitted to remain on any lot other than one detached or attached single family dwelling and a private garage for not more than four (4) cars and permitted outbuildings.

(2) The floor area of the main structure, exclusive of one story open porches and garages, shall be not less than 2,400 square feet for one story detached dwellings, not less than 1,700 square feet for one story attached dwellings, not less than 2,700 square feet for 1½ and 2 story detached dwellings, and not less than 2,050 square feet for 1½ and 2 story attached dwellings.

(3) No residential structure shall be erected or placed on any building plot, which plot has a minimum lot width less than that shown on the recorded plat.

(4) No activity shall be carried on upon any lot which is an annoyance, a danger, or a nuisance to the neighborhood.

(5) No structure of a temporary character, recreational vehicle, mobile home, trailer, boat trailer, basement, tent, shack, garage, barn, or other outbuilding shall be used on any lot at any time as a residence, either temporarily or permanently.

(6) 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.

(7) All Lots shall at all times be kept in a healthful, sanitary and attractive condition. No Lot shall be used or maintained as a dumping ground for garbage, trash, junk or other waste matter. All trash, garbage, or waste matter shall be kept in adequate containers which shall be constructed of metal, plastic or masonry materials, with tightly-fitting lids, and which shall be maintained in a clean and sanitary condition. No Lot shall be used for open storage of any materials whatsoever, except that new building materials used in the construction of improvements erected on any Lot may be placed upon such Lot at the time construction is commenced and may be maintained thereon for a reasonable time, so long as the construction progresses.

without unreasonable delay, until completion of the improvements after which these materials shall either be removed from the Lot, or stored in suitable enclosure on the Lot. No garbage, trash, debris, or other waste matter of any kind shall be burned on any Lot.

(8) No motor boat, boat, trailer, recreational vehicle, mobile home, or other similar vehicle or camper top or similar covering may be maintained, stored, or kept on a lot unless housed completely within an enclosed and roofed structure approved by the Architectural Control Committee.

(9) The use of any driveway, private or public street, or parking area that may be in front of, adjacent to, or part of any lot as a habitual parking place for trucks, trailers, mobile homes, recreational vehicles, boats, or commercial vehicles is prohibited. The term "commercial vehicle" shall include all automobiles, trucks, and vehicular equipment, as well as station wagons, which bear signs or have printed on the sides thereof reference to any commercial undertaking or enterprise.

(10) No clothesline may be used on any lot.

(11) No antenna or tower shall be erected on any lot for any purpose, nor shall any antenna or tower be affixed to the outside of any dwelling on any lot, without the prior written consent of the Architectural Control Committee.

(12) No manufacturing, trade, business, commerce, industry, profession, or other occupation whatsoever may be conducted or carried on upon any residential lot, or any part thereof, or in any building or other residential structure erected thereon.

(13) No above ground level swimming pool may be installed on any lot. Any swimming pool on any lot shall be designed and engineered in compliance with Paragraph c(1)(iii) of this Exhibit B-103. This prohibition does not, however, prohibit a resident from using a dwelling for personal business or professional pursuits provided that: (1) the uses are incidental to the use of the dwelling as a residence; (2) the uses conform to applicable governmental ordinances; and (3) there is no external evidence of the uses.

b. Minimum Setback Lines. No structure of any kind and no part thereof shall be placed within the setback lines as shown on the recorded plat.

The following improvements are expressly EXCLUDED from these setback restrictions:

(1) Structures below and covered by the ground;

(2) Steps, walks, patios, swimming pools, driveways, and curbing;

(3) Planters, walls, fences or hedges; and/or

(4) Landscaping;

(5) Any other improvements approved in writing by Declarant. Roofed structures, other than the following, may in no event be approved:

i. Guardhouses;

ii. Gate houses;

iii. Swimming pool equipment houses and cabanas; and/or

iv. Greenhouses.

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

(1) Foundation. The foundation system shall be designed by a structural engineer based on recommendations given in a soils report prepared by a soils engineering firm, which report must include specific recommendations concerning swimming pool construction if a swimming pool is being constructed on the lot. The soils investigation and analysis, and the design of the foundation system, shall be made by registered professional engineers. In all circumstances, no less than the following requirements shall be met:

i. Any pier and beam foundation system shall be designed utilizing the information provided in the soils report.

ii. Slab on grade foundation systems may be utilized only upon recommendation and approval by the soils engineering firm and the structural engineer designing the foundation system; and

iii. Any swimming pool shall be designed utilizing the recommendations for swimming pool construction given by a soils engineer, which must include specific recommendations for surface and subsurface drainage for the pool.

(2) Plate Height. The first floor of all residences shall have a minimum eight foot (8') plate height.

(3) Exterior Walls. Exterior wall materials on all detached residences on any facade (including gables) which abuts a street or the golf course shall be a minimum of 70% brick veneer, natural stone veneer, or artificial stone veneer, unless otherwise approved by the Architectural Control Committee. Attached townhome residences shall have a minimum of 20% brick veneer, natural stone or artificial stone veneer on facades which face the street. Decorative door and window treatments on facades which face a street or the golf course may be executed in stone, cast stone, wood, iron or raised stucco trim. Exterior facades which do not directly abut a street or the golf course may be, in addition to the materials permitted by the preceding provisions hereof, executed in stucco (defined as either a three coat troweled masonry or EXTERIOR INSULATION and FINISH SYSTEM ("EIFS") equivalent), paint finished siding or stained siding. Metal or asbestos siding shall be prohibited. No more than three (3) exterior materials, including cast stone, may be used in the same structure. Specific colors and quality of all types of brick and stone shall be subject to the approval of the Architectural Control Committee. No less than 75% of the total area of the exterior elevations (excluding doors and windows) of each building shall be brick, natural stone, artificial stone or stucco. The Architectural Control Committee may approve a 100% stucco veneer for a maximum of 20% of the living units if the exclusive use of this material is an important feature in the design of the residence.

(4) Windows and Doors. Window and door materials shall be subject to the review and approval of the Architectural Control Committee. Windows and doors which face the street shall have stucco, brick or cast stone headers, sides and sills (including raised, picture frame or recessed window framing).

(5) Roof Materials. Roof materials shall be limited to fire retardant wood shingles, slate, standing seam metal, imitation slate, lightweight concrete and fiber, concrete or clay tile or any other material approved by the Architectural Control Committee. All roofing must be compatible in color and texture with the prevailing roofing of the homes within the Property as prescribed by the Architectural Control Committee. Garage and outbuilding roofs must have a continuity of design with the roof of the residence to which it is appurtenant. Vent stacks and other roof penetrations shall be placed on roof planes other than those sloping toward the street unless specifically approved by the Architectural Control Committee. Where roof penetrations are visible from the street, they shall be placed on roof planes which slope to the side or rear yard, except on homes located on lots adjacent to the golf course, in which event the locations must be approved by the Architectural Control Committee. All exposed portions of the fire breast, flue and chimney shall be clad in brick, stone or stucco which matches that used on the residence to which it is appurtenant. Solar collectors, if used, must be integrated into the building design and constructed of materials that minimize their visual impact and unfinished aluminum frames will not be permitted. In any event, solar panels will be subject to approval by the Architectural Control Committee.

(c) Rear. Each home with a garage entry accessed by an alley shall have a shielded double flood light operated by an electric eye over the garage door.

(d) Other. Except for (b) and (c) above, no exterior light shall be installed on any lot without the prior written approval of the Architectural Control Committee. Upon being given notice by the Association that any exterior light constitutes a nuisance, the owner of the lot on which the light is located will immediately remove the light or have it shielded in such a way that it is no longer a nuisance.

(12) Electrical and Gas Meters. Unless otherwise approved by the Architectural Control Committee, all electrical and gas meters shall be located in side yards and must not be readily visible from the street. Meters shall be buffered by the use of landscape material.

(13) Mailboxes. Curbside mailboxes shall be mounted into masonry structures, unless otherwise approved by the Architectural Control Committee. The design of such structures shall be subject to the approval of the Architectural Control Committee. The Developer may select a single design for all the Property.

(14) Signage and House Numbers. In the interest of graphic continuity, the Developer may, subject to approval by the Architectural Control Committee, detail a house number material, style, size, mounting height and general location for use in the Property or subarea of the Property. Additional graphics, other than approved house numbers and temporary signs (as defined in these restrictive covenants) shall be prohibited in locations where they can be seen from a street. Any temporary signs must be displayed on a stake and not nailed to the residence or a tree. Only one temporary sign is permitted per Lot and must be placed within the legal boundaries of the Lot.

Temporary signs shall be of customary dimensions (2' x 3' maximum) advertising such property for sale or lease or expressing individual participation in the election process. The foregoing restrictions shall not apply to the project identification sign or signs of the development company or agents during the construction/sales period and shall not prohibit signs at the entrance to the Property. Project entry signs identifying the subdivision shall be constructed of quality materials. No plastic or wood entry sign shall be permitted. The design for a project entry sign shall be subject to the approval of the Architectural Control Committee.

(15) Construction Progress. Once commenced, construction shall be diligently pursued and no improvements under construction shall be left in a partly finished condition any longer than necessary.

(16) Remodeling and Alterations. No exterior alterations of any existing building or outbuilding will be permitted without the prior approval of the Architectural Control Committee.

d. Residential Garages and Parking.

(17) Each home shall include an enclosed garage with space for at least two (2), but not more than four (4), cars and with garage door and at least one paved offstreet parking space.

(18) All garage doors shall be equipped with an automatic and remote controlled door opener and all garage doors shall be closed at all times when not in use. No carport shall be built, placed, constructed or reconstructed on any Lot. No garage shall ever be changed, altered, reconstructed or otherwise converted for any purpose inconsistent with the garaging of automobiles.

(19) The interior walls of all garages must be finished (tape, bed, and paint as a minimum) like other rooms in the building. For Lots with alley access, garage entry may not face a street unless approved by the Architectural Control Committee.

(20) No garage shall be permitted to be enclosed for living or used for purposes other than storage of automobiles and related normal uses.

e. Residential Landscaping, Walls, and Fences.

(21) Landscape Plan for Development. The Developer shall submit a landscape architectural development plan prepared by a registered landscape architect to the Architectural Control Committee. It should address entry features, plant material selection, water features, all walls and retaining wall structures where required, grading and irrigation. The plan shall detail all Common Areas in the project including, but not limited to, such elements as neighborhood entrances, traffic islands, medians and open space areas. Common Area shall be defined as any area of land designated for the common use, security and enjoyment of all residents. In addition, the Developer shall submit street tree selections and specifications to the Architectural Control Committee for its approval prior to installation. No more than two (2) types of street tree (excluding common areas) shall be used throughout the project with other trees used as accents where necessary. All street trees (other than ornamentals and common area trees) shall be a minimum of four (4) caliper inches as measured thirty (30) inches above the root ball. The landscape architect and developer shall also choose a retaining wall material to be used continuously throughout the project where required. All retaining walls must be brick, cast stone or stone or other masonry material approved by the Architectural Control Committee. All landscaping and other improvements within Common Areas shall be subject to the prior approval of the Architectural Control Committee. All Common Areas will be fully covered with automatic irrigation systems.

(22) Landscape Plan for Each Lot/House. The builder for each House and/or the purchaser of said House must submit to the Architectural Control Committee a landscape plan prepared by a landscape architect for review. In the review of landscape plans submitted for approval, the Architectural Control Committee shall promote qualities of continuity in plant types and forms, changes in seasonal color, and use of plant material which is hardy in the Dallas, Texas area. Landscape materials that are different in the visual form from those which characterize the plan must address the following elements:

- i. Planting plan, materials, species, and sizes;
- ii. Lighting;
- iii. Retaining walls and fencing, if appropriate; and
- iv. Irrigation of each Lot by underground sprinkler is required.

(23) Walls, Fences, Screening, Etc. Any garden wall, courtyard and/or screening wall visible from any street must be constructed of the same brick, stone or stucco as the residence to which it is an appurtenance. Wrought iron may be used in conjunction with brick, stone or stucco in courtyard or garden walls. Where wrought iron is used, the Architectural Control Committee may require the use of substantially sized elements in the wrought iron design. The Architectural Control Committee may also require visual complexity in the design of walls through the use of brick projections, pilasters, columns, brick patterns, raked joints or other details which create shadow and texture. All rock walls shall have a natural or cast stone cap. Fences not readily visible from any street, or concealed through an approved landscape plan, may be constructed of redwood or #2 grade cedar or better. Screening walls shall be as tall as required to visually conceal trash cans, air conditioning equipment, dog runs, satellite TV antennas, service courts, wood piles, storage piles and other service equipment and storage areas from view from the street, neighboring lots or the adjoining property. Walls which screen trash storage shall provide a means of securing trash from unintended access. Rear yard fences must be a common design, height and specifications as determined by the Developer and Architectural Control Committee. No fence, wall or hedge shall be erected, placed or altered on any Lot without the prior approval of the Architectural Control Committee. All wood fences must show a finished side out where visible from the street. No structure, wall, fence, or hedge over four (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 or any side street building line, except as approved by the Architectural Control Committee.

(24) Walkways. Walkways, driveways, and patios on a lot and visible from any street may be finished with any single use or mixture of the following materials:

- i. interlocking concrete paver;
- ii. brick paver, and/or
- iii. exposed aggregate.

All driveway approaches connected to a street and all sidewalks located within a street ROW must be constructed of broom finished concrete so as to maintain a uniform appearance throughout Area CIII.

(25) Maintenance. The owners of the lots shall be responsible for the maintenance of all landscaping, sidewalks, and other improvements located between their lot lines and the street curbs adjacent to their lots. The owners thereof shall likewise maintain their lot, whether vacant or improved, the exterior of all structures thereon, and their yards, hedges, plants, and shrubs in a clean, neat, and trim condition at all times. All owners shall maintain their lots so as to prevent soil from being carried into any streets or alleys by surface water runoff. Each owner shall be responsible for cleaning up any soil deposited in any street or alley and shall reimburse the Association for all costs incurred by the Association in cleaning up any such soil as provided in Article VI of the Declaration.

(26) Trees and Tree Lighting. Each townhome lot other than a corner lot is required to have a minimum of one four (4) inch caliper tree which is individually lighted in the front yard. Two (2) individually lighted trees each with a minimum of four (4) caliper inches will be required for each single family detached residence. The required front yard trees must be either one of but no more than two street tree species approved by the Developer and Architectural Control Committee, including, but not limited to, Live Oak, Red Oak, Sweet Gum or Cedar Elm. Every corner lot shall be required to have a minimum of one three (3) inch caliper tree for every fifty (50) feet of curb frontage, each of which must be individually lighted. Nursery grown trees are encouraged by the Architectural Control Committee. Any existing native tree larger than six (6) inches in caliper preserved by the Developer in the course of development may be substituted for the required street tree if such tree is of a suitable form and character that would provide the same appearance as a nursery grown tree.

f. Utilities and Infrastructure

(27) All utilities and infrastructure, including, but not limited to, streets, alleys, permanent common area retaining walls and privacy walls, storm sewer, sanitary sewer, and water distribution lines must meet City of Irving standards and ordinances and shall be designed by a registered professional engineer whose seal shall appear on all plans. Written documentation of compliance with such City of Irving standards shall be provided to the Architectural Control Committee.

(28) Any lakes and/or ponds or other water features shall be designed by a limnologist, registered as a professional engineer, and whose seal shall appear on all plans. Permanent water sources shall be identified and/or provided which will insure a constant water level for any lake or other water feature. The design shall provide for protection of all adjoining properties from lake overflow. The design shall take into consideration future maintenance, including, but not limited to, the issues of water quality, aquatic weed control, minimizing siltation and access to the water features for desilting.

62890 60000

FILED

00 JAN 13 PM 3:32

EARL BULLOCK
COUNTY CLERK
DALLAS COUNTY

Any provision herein which restricts the sale, rental, or use of the described real property because of color or race is hereby declared unenforceable under federal law.

STATE OF TEXAS

COUNTY OF DALLAS

I hereby certify this instrument was filed on the date and time stamped hereon by me and was duly recorded in the volume and page of the named records of Dallas County, Texas as stamped hereon by me.

JAN 13 2000



Earl Bullock
COUNTY CLERK, Dallas County, Texas

Return to (Closer _____):
AMERICAN TITLE COMPANY
6029 Beltline Road, Suite 250
Dallas, TX 75240

FIRST AMENDMENT
TO
SUPPLEMENTARY DECLARATION NO. 103
LAS COLINAS AREA CIII
DALLAS COUNTY, TEXAS

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

This First Amendment to Supplementary Declaration No. 103, Las Colinas Area CIII, is made this 25th day of March, 2025, 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").

C. LAS COLINAS AREA CIII ("Area CIII"), those certain 5.68 acre tracts, were added to Las Colinas pursuant to Supplementary Declaration No. 103, Las Colinas Area CIII, recorded in Volume 200009, Page 05807 *et seq.*, of the Deed Records of Dallas County, Texas,

and are described more particularly in Exhibit "A" of Supplementary Declaration No. 103 (the "Original Supplement").

D. DLC Hotel Owner LLC—dba The Ritz-Carlton Dallas, LC is the owner of property within Area CIII as described in Exhibit "A" hereto and has requested an amendment to Supplementary Declaration No. 103 to permit the development of multifamily condominium residential dwellings and related facilities as a component of another permitted use as provided herein.

E. 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.

F. More than fifty percent (50%) of the eligible votes of the membership were cast to approve the following amendment of Article V, Section 103 of the Declaration, after due and proper notice, at the Annual Meeting of the Association held on March 25th, 2025.

NOW THEREFORE, the Declaration, as supplemented by the Original Supplement and as amended by this First Amendment to Supplementary Declaration No. 103, Las Colinas Area CIII is hereby amended as follows:

I. That Article V, Section 103, Subsection (a) of the Declaration is hereby amended to supplant the current language, which states:

- a. Use Limitations. Sites in Area CIII may be used for at grade surface parking, structured parking, full service hotels, conference centers, sports and health facilities, offices, private clubs and related retail sales, restaurants, general retail use and single family detached or single family attached residential dwellings; provided, however, that (i) until the sixth anniversary of the date of this

Supplementary Declaration, the uses of sites in area CIII shall be limited and restricted to the uses set forth and permitted in paragraph 2.1 (styled “Grandfather Clause”) of this Supplementary Declaration and to single family detached or single family attached residential dwelling use and (ii) any single family detached or single family attached residential dwelling use must comply with the provisions of the attached Exhibit B-103. The following uses of sites in Area CIII are not permitted:

- (1) Warehouses and manufacturing.
- (2) Multifamily residential dwellings.
- (3) Any use which involves a noxious odor or any excessive noise level which constitutes a nuisance.
- (4) Any use contrary to law.
- (5) Any use which violates any part of this Section 103.
- (6) Any use which involves the raising, breeding, or keeping of any animals or poultry for commercial purposes.

with the following:

- a. Use Limitations. Sites in Area CIII may be used for at grade surface parking, structured parking, full service hotels, conference centers, sports and health facilities, offices, private clubs and related retail sales, restaurants, general retail use and single family detached or single family attached residential dwellings; provided, however, that (i) until the sixth anniversary of the date of this Supplementary Declaration, the uses of sites in area CIII shall be limited and restricted to the uses set forth and permitted

in paragraph 2.1 (styled "Grandfather Clause") of this Supplementary Declaration and to single family detached or single family attached residential dwelling use and (ii) any single family detached or single family attached residential dwelling use must comply with the provisions of the attached Exhibit B-103. In addition to the foregoing uses, sites in Area CIII may be used for multifamily condominium residential dwellings and related facilities. The following uses of sites in Area CIII are not permitted:

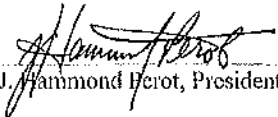
- (1) Warehouses and manufacturing.
- (2) Any use which involves a noxious odor or any excessive noise level which constitutes a nuisance.
- (3) Any use contrary to law.
- (4) Any use which violates any part of this Section 103.
- (5) Any use which involves the raising, breeding, or keeping of any animals or poultry for commercial purposes.

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

3. The Supplementary Declaration No. 103, Las Colinas Area CIII, except as expressly amended by this First Amendment to the Supplementary Declaration No. 103, Las Colinas Area CIII hereby remains in full force and effect and is hereby ratified and confirmed.

EXECUTED as of the day and year first above written.

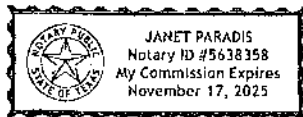
THE LAS COLINAS ASSOCIATION,
a Texas non-profit corporation

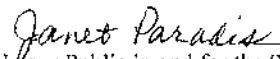
By: 
J. Hammond Perot, President & CEO

THE STATE OF TEXAS

COUNTY OF DALLAS

This instrument was acknowledged before me on the 25th day of March, 2025, by J. Hammond Perot, President & CEO of The Las Colinas Association, a Texas non-profit corporation, on behalf of such corporation.



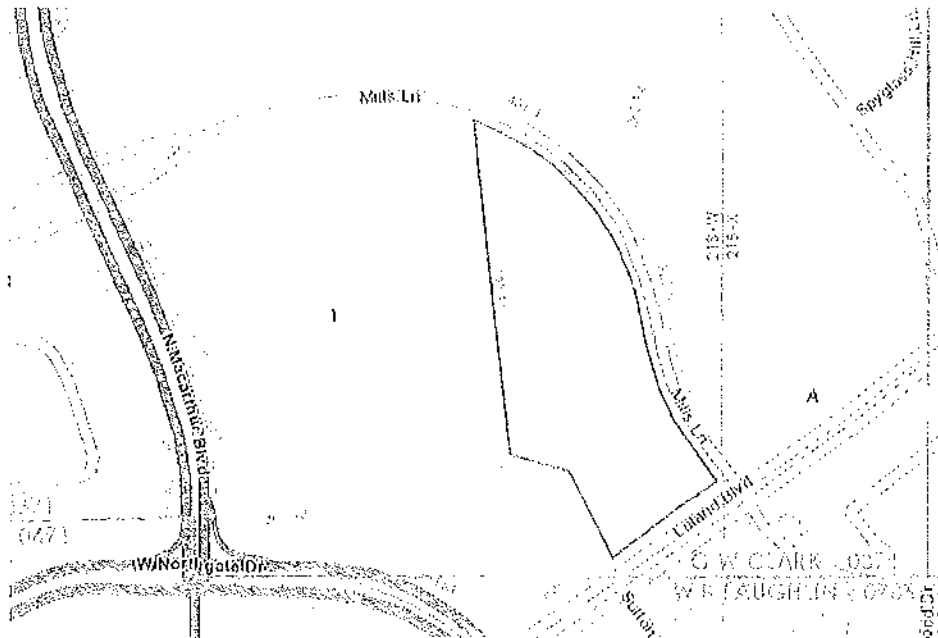

Notary Public in and for the State of Texas

My Commission Expires:

11-17-2025

EXHIBIT "A"

Being an approximately 5.68 acre tract of land situated in the G.W. Clark Survey, Abstract No. 371 in the City of Irving, Dallas County, Texas, said tract of land being more particularly described by Las Colinas Acreage 1 Sheet 4A, TR 2.3, LC Tract 6-2, DCAD 60115500010020300



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

Instrument Number: 202500137406

eRecording - Real Property

Recorded On: July 02, 2025 08:51 AM

Number of Pages: 7

" Examined and Charged as Follows: "

Total Recording: \$45.00

******* 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: 202500137406
Receipt Number: 20250701000798
Recorded Date/Time: July 02, 2025 08:51 AM
User: Pamela G
Station: CC149

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

A handwritten signature in black ink, appearing to be "JF Warren", is written over a horizontal line.