

FIRST AMENDMENT TO DEVELOPMENT AREA
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR BARTON CREEK ABC MIDSECTION

THE STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF TRAVIS §

This First Amendment to Development Area Declaration of Covenants, Conditions and Restrictions for Barton Creek ABC Midsection (the "Amendment") is made by FM PROPERTIES OPERATING CO., a Delaware general partnership (the "Declarant"), and is as follows:

RECITALS:

A. Declarant, recorded that certain Development Area Declaration of Covenants, Conditions and Restrictions for Barton Creek ABC Midsection recorded in Volume 12963, Page 1815 et seq., of the Real Property Records of Travis County, Texas (the "Declaration") which relates to certain real property (the "Property").

B. Pursuant to that one certain Notice of Applicability of Master Declaration of Covenants, Conditions and Restrictions for Barton Creek ABC Midsection dated August 8, 1996, recorded in Volume 12893, Page 37, of the Real Property Records of Travis County, Texas, the Property is subject to the Master Declaration of Covenants, Conditions and Restrictions of record in Volume 11324, Page 707 of the Real Property Records of Travis County, Texas (the "Master Declaration").

C. Pursuant to Section 8.02 of the Declaration, the Declaration may be amended by recording in the Real Property Records of Travis County, Texas an instrument executed and acknowledged by the Declarant, acting alone.

NOW, THEREFORE, the undersigned Declarant hereby declares and certifies and hereby amends and modifies the Declaration, as follows:

1. Article II, Section 2.02(g) (i) is hereby deleted in its entirety and the following is substituted in its place:

(i) no building or other Improvement (including all fences) shall be located nearer than fifteen feet (15') from the front Lot line; and

2. Any capitalized items used and not otherwise defined herein shall have the meanings set forth in the Declaration or Master Declaration. Unless expressly amended by this First Amendment, all other terms and provisions of the Declaration remain in full force and effect as written.

Executed to be effective this 12th day of March, 1998.

DECLARANT:

FM PROPERTIES OPERATING CO., a Delaware general partnership

By: [Signature]
William H. Armstrong, III, Attorney-in-Fact

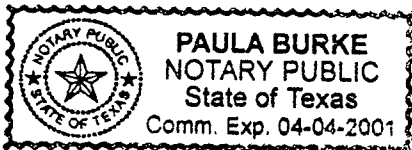
THE STATE OF TEXAS §

COUNTY OF TRAVIS §

This instrument was acknowledged before me on the 12 day of Mar., 1998 by William H. Armstrong, III, Attorney in Fact for FM Properties Operating Co., a Delaware general partnership on behalf of said partnership.

Paula Burke

(SEAL)



Notary Public Signature

AFTER RECORDING, RETURN TO:

Robert D. Burton
Armbrust Brown & Davis, L.L.P.
100 Congress Avenue, Suite 1300
Austin, Texas 78701

FILED

98 MAR 17 AM 10:14

**DANA DEBEAUVOIR
COUNTY CLERK
TRAVIS COUNTY, TEXAS**

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

MAR 17 1998



Dana Debeauvoir
COUNTY CLERK
TRAVIS COUNTY, TEXAS

**REAL PROPERTY RECORDS
TRAVIS COUNTY, TEXAS**

25333.1/031198

13141 1135

RECEIPT#: 000102201 TRANS#: 06319 DEPT: REGULAR RECORD \$11.00
CASHIER: KHTUE FILE DATE: 3/17/98 TRANS DATE: 3/17/98
PAID BY: CHECK# 13865