

CORRECTED
SUPPLEMENTAL DECLARATION FOR COVENANTS, CONDITIONS AND
RESTRICTIONS FOR HILLCREST SUBDIVISION

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

THAT THIS CORRECTED SUPPLEMENTAL DECLARATION is made on the date hereinafter set forth by Hillcrest Subdivision, Ltd., a Texas limited partnership (hereinafter jointly referred to as "Declarant"), acting herein by and through its duly authorized officer:

W I T N E S S E T H:

WHEREAS, Declarant is the owner of certain property heretofore platted and subdivided into that certain residential subdivision known as Hillcrest Subdivision Section 2, being that part of the Walker Wilson League No. 2 situated in Travis County, Texas, being a part of that certain 21.647 acre tract conveyed to Hillcrest Subdivision, Ltd. by deed recorded in Volume 12916, Page 1068, a part of that certain 10.131 acre tract conveyed to Hillcrest Subdivision, Ltd.; by deed recorded in Volume 12916, Page 1075, a part of that certain 70.066 acre tract conveyed to Hillcrest Subdivision, Ltd.; by deed recorded in Volume 12916, Page 1130, all of said deeds being recorded in the Real Property Records of Travis County, Texas, and being more particularly described by metes and bounds attached hereto as Exhibit "A" (the "Annexed Property"); and

WHEREAS, pursuant to the Declaration of Covenants, Conditions and Restrictions for Hillcrest Subdivision which are dated April 27, 1998, and filed of record in Volume 13172, Page 0432, Real Property Records Travis County, Texas (the "Original Declaration"), and specifically according to Article XI "Annexation of Additional Property", Section 1 (a), Declarant desires to annex and subject the Annexed Property to the provisions of the Original Declaration; and

WHEREAS, on July 27, 1998, Declarant filed of record in Volume 13233, Page 3783, Real Property Records of Travis County, Texas a Supplemental Declaration for Covenants, Conditions and Restrictions for Hillcrest Subdivision (the "Supplemental Declaration") wherein Declarant purported to annex the Annexed Property pursuant to the express provisions of the Original Declaration; and

WHEREAS, the Supplemental Declaration was mistakenly filed and recorded in the Real Property Records of Travis County, Texas without an appropriate signature page; and

REAL PROPERTY RECORDS
TRAVIS COUNTY, TEXAS

13283 0446

WHEREAS, Declarant desires to hold, sell and convey said Annexed Property subject to the covenants, conditions, restrictions, reservations and easements contained in this Corrected Supplemental Declaration and the Original Declaration, which are for the purpose of establishing a uniform plan for the development, improvement and sale of the Annexed Property and to insure the preservation of such uniform plan for the benefit of both present and future owners of the residential subdivision lots within said lands;

NOW, THEREFORE Declarant hereby adopts the covenants, conditions, restrictions, reservations, easements and charges contained in this Corrected Supplemental Declaration and in the Original Declaration which are for the purpose of enhancing and protecting the value, desirability and attractiveness of the Annexed Property and which shall be applicable to all of the Annexed Property from time to time subject hereto, and shall run with the land and shall bind all parties having or acquiring any right, title, or interest therein or any part thereof, their heirs or successors in title and assigns, and shall inure to the benefit of each owner thereof.

ARTICLE I GENERAL PROVISIONS

- A. All parties having or acquiring any right, title, or interest in the Annexed Property are hereby granted and reserved the rights and easements of the owners in and to the existing and annexed Common Property and Facilities.
- B. The Annexed Property is being added or annexed in accordance with and subject to the provisions of this Corrected Supplemental Declaration and the Original Declaration and ~~the Annexed Property shall be~~ developed, held, used, sold and conveyed in accordance with and subject to the provisions contained in this Corrected Supplemental Declaration and in the Original Declaration as theretofore and thereafter amended.
- C. All of the provisions contained herein and in the Original Declaration shall apply to the Annexed Property with the same force and effect as if the Annexed Property were originally included in the Original Declaration as part of the Initial Property.
- D. A vendor's lien is reserved in favor of the Association in the same manner as provided for in the Original Declaration, to secure collection of the Assessments provided for, authorized or contemplated herein or in the Original Declaration.

All capitalized terms contained in this Corrected

REAL PROPERTY RECORDS
TRAVIS COUNTY, TEXAS

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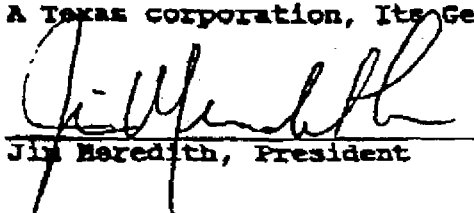
13563 0072
Supplemental Declaration, if not herein defined, shall have the same meaning herein as defined in the Original Declaration.

IN WITNESS WHEREOF, this Corrected Supplemental Declaration is executed this 30th day of September, 1998 to be effective the 22nd day of July, 1998.

DECLARANT:

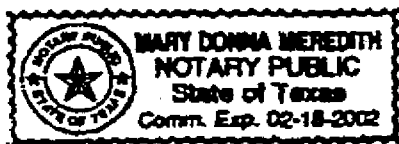
HILLCREST SUBDIVISION, LTD.
A Texas limited partnership


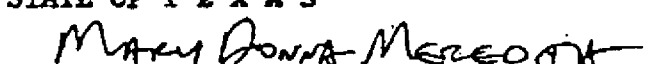
BY: MASONWOOD DEVELOPMENT CORPORATION
A Texas corporation, Its General Partner


Jim Meredith, President

STATE OF TEXAS §
 §
COUNTY OF TRAVIS §

This instrument was acknowledged before me on the ^{30th} ~~22nd~~ day of ~~July~~, 1998, by Jim Meredith, as the President of Masonwood Development Corporation, the General Partner of Hillcrest Subdivision, Ltd., a Texas limited partnership, on behalf of said limited partnership.




NOTARY IN AND FOR THE
STATE OF TEXAS

(stamped or printed name of notary)
My commission expires: 2/18/02

AFTER RECORDING RETURN TO:
PHILLIPS AND MERICA, P.C.
1303 SAN ANTONIO STREET
AUSTIN, TEXAS 78701

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13283 0448