

October 9, 2002

WHEREAS, the deed restrictions in the attached instrument have been volunteered in connection with property located at Campbell Road south of Summerside Drive, which is the subject of Zoning Case No. Z012-224/9407(RB); and

WHEREAS, the City Council desires to accept the deed restrictions in the attached instrument; Now, Therefore,

**BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:**

**Section 1.** That the deed restrictions in the attached instrument be and are hereby accepted by the City Council of the City of Dallas, Texas, to be used in conjunction with the development of property that is the subject of Zoning Case No. Z012-224/9407(RB).

**Section 2.** That these deed restrictions must be filed in the Deed Records of Dallas County, Texas and Collin County, Texas.

**Section 3.** That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

**APPROVED AS TO FORM:**

**MADELEINE B. JOHNSON, City Attorney**

By:   
Assistant City Attorney

**APPROVED BY  
CITY COUNCIL**

OCT 09 2002

  
City Secretary

APPROVED   
HEAD OF DEPARTMENT

APPROVED \_\_\_\_\_  
DIRECTOR OF FINANCE

APPROVED \_\_\_\_\_  
CITY MANAGER



## IV.

That the preceding amendment was made following notice and public hearing before the City Plan Commission and City Council of the City as required in the Original Restrictions, and notice of such public hearing was given as would have been required by law for a zoning change on the Property. The Owner must file this instrument in the Deed Records of the county or counties where the Property is located at his or her sole cost and expense before the amendment becomes effective.

## V.

That the Owner certifies and represents that there are no liens or mortgages, other than liens for ad valorem taxes, against the Property if there are no signatures of mortgagees or lienholders subscribed below.

## VI.

That the invalidation of any provision in this instrument by any court shall in no way affect any other provision, which shall remain in full force and effect, and to this end the provisions are declared to be severable.

## VII.

That it is expressly stipulated and understood that the preceding amendment of the Original Restrictions shall in no manner operate to impair or reduce the enforceability of the Original Restrictions, as originally written, and that all restrictions and provisions contained in the deed restriction instrument dated April 25, 1997, and recorded at Volume 97113, Page 00339 of the Deed Records of Dallas and Collin County, Texas, shall remain in full force and effect except as amended by Paragraph III of this instrument. Furthermore, it is expressly stipulated and understood that all provisions contained in the aforementioned deed restriction instrument apply to this instrument as if recited herein.

EXECUTED this <sup>2002</sup> 18<sup>th</sup> day of September, 2002.

AMBERTRAIL JACK, L.L.C.  
Owner


By: AmberJack, Ltd., an Arizona  
corporation, as its Manager

By: *John R. Higgins*  
Printed Name: JOHN R. HIGGINS  
Title: Vice President

By: *Robert B. O'Dell*  
Printed Name: ROBERT B. O'DELL  
Title: ASSISTANT SECRETARY

CONSENT AND CONCURRENCE OF  
LIENHOLDER OR MORTGAGEE

ALLSTATE LIFE INSURANCE COMPANY

By: *Ralph Bergholtz*   
Printed Name: Ralph Bergholtz  
Title: Authorized Signatory

APPROVED AS TO FORM:  
MADELEINE B. JOHNSON, City Attorney

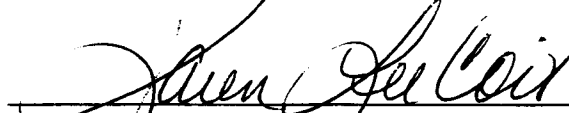
By: *Madeline B. Johnson*  
Assistant City Attorney

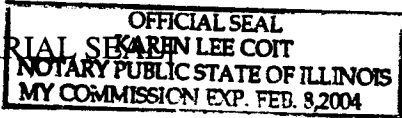
THE STATE OF ILLINOIS

COUNTY OF McLEAN

This instrument was acknowledged before me on September 18, 2002 by JOHN R. HIGGINS, Vice President of AmberJack, Ltd., an Arizona corporation, in its capacity as Manager of AmberTrail Jack, L.L.C., a Delaware limited liability company, on behalf of such limited liability company.

My Commission Expires:  
02/08/04

  
Notary Public in and for The State of Illinois

[NOTARIAL SEAL] 

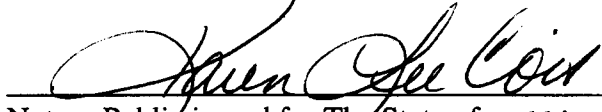
Print Name: KAREN LEE COIT

THE STATE OF ILLINOIS

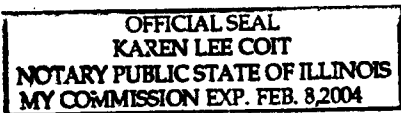
COUNTY OF McLEAN

This instrument was acknowledged before me on September 18, 2002 by ROBERT B. O'DELL, Assistant Secretary of AmberJack, Ltd., an Arizona corporation, in its capacity as Manager of AmberTrail Jack, L.L.C., a Delaware limited liability company, on behalf of such limited liability company.

My Commission Expires:  
02/08/04

  
Notary Public in and for The State of Illinois

[NOTARIAL SEAL]



Print Name: KAREN LEE COIT

THE STATE OF Illinois ,

COUNTY OF COCK ,

This instrument was acknowledged before me on September 28, 2002 by Ralon Bergnitz, Authorized Signatory of Allstate Life Insurance Company, an Illinois corporation, on behalf of such corporation.

My Commission Expires:  
SEPT 4, 2005

Dawn Mannina  
Notary Public in and for The State of Illinois

[NOTARIAL SEAL]

Print Name: Dawn Mannina



The following parties hereby join in, and consent to, the execution of this Amendment to Deed Restrictions, for the purposes set forth herein, to the extent that either has any right, title or interest in and to the Property as hereafter described.

US OFFICE HOLDINGS, L.P., a Texas limited partnership

By: Blue Capital Investments, Inc., a Delaware corporation, its general partner

By: *J. Geer Cummings, Jr.*  
Name: *J. Geer Cummings, Jr.*  
Title: *Assistant Secretary*

THE STATE OF Tennessee  
COUNTY OF DAVIDSON

This instrument was acknowledged before me on October 3, 2002 by J. Greer Cummings, Jr., Assistant Secretary of Blue Capital Investments, Inc., a Delaware corporation, in its capacity as general partner of U.S. Office Holdings, L.P., a Texas limited partnership, on behalf of such limited partnership.

My Commission Expires:

BARBARA S. WILLIAMS  
Notary Public, Davidson Co. TN  
My Comm. Expires May 28, 2003

[NOTARIAL SEAL]

Barbara S. Williams  
Notary Public in and for The State of Tennessee

Print Name: Barbara S. Williams

The undersigned, LANDESBANK HESSEN THURINGEN GIROZENTRALE, as the beneficiary of a deed of trust granted by US Office Holdings, L.P., hereby consents to, and otherwise acknowledges, the foregoing release of restrictions.

LANDESBANK HESSEN THURINGEN  
GIROZENTRALE, a German banking corporation

By: Robert W. Becker  
Name: ROBERT W. BECKER  
Title: VICE PRESIDENT

By: William M. Scragg  
Name: William M. Scragg  
Title: Vice President



## EXHIBIT A

**PROPERTY DESCRIPTION**  
**7.7611 ACRES**

**BEING** a 7.7611 acre tract of land situated in the J.V. Mounts Survey, Abstract No. 634 and the A.B. Danks Survey, Abstract No. 283 in the City of Dallas, Collin County, Texas and situated in the in J.V. Mounts Survey, Abstract No. 942 and the A.B. Danks Survey, Abstract No. 400 in the City of Dallas, Dallas County, Texas, and being part of official City of Dallas Block 8207, and being part of the 15.7753 acre tract of land described in Special Warranty Deed to Ambertrail Jack, L.L.C., recorded July 6, 1998 in Volume 98129, Page 217 of the Deed Records of Dallas County, Texas and being more particularly described as follows:

**BEGINNING** at a 5/8" iron rod found in the east right-of-way line of Campbell Road (variable width right-of-way), being the northwest corner of said 15.7753 acre tract and being the southwest corner of Lot 1, Block A of STATE FARM OFFICE ADDITION according to the plat thereof recorded in Cabinet B, Slide 385 of The Map Records of Collin County, Texas;

**THENCE** with the common north line of said 15.7753 acre tract and with the south line of said Lot 1, Block A, North 90°00'00" East, a distance of 430.22 feet to a 5/8" iron rod found for corner;

**THENCE** leaving said common line, the following:

South 00°07'25" East, a distance of 274.08 feet to a 5/8" iron rod found for corner at the beginning of a non-tangent curve to the right, having a central angle of 12°55'20", a radius of 277.62 feet and chord bearing and distance of South 06°08'21" West, 62.48 feet;

Southwesterly with said curve, an arc distance of 62.61 feet to a 5/8" iron rod found for corner;

South 15°58'49" West, a distance of 113.20 feet to a 5/8" iron rod found for corner;

South 08°34'20" West, a distance of 97.03 feet to a 5/8" iron rod found for corner;

South 00°00'14" East, a distance of 227.03 feet to a 5/8" iron rod found for corner;

North 89°59'46" East, a distance of 65.95 feet to a 5/8" iron rod found for corner in the south line of said 15.7753 acre tract and a north line of Lot 1, Block 8207 of SUMMIT AT PRESTON TRAILS according to the plat thereof recorded in Volume 84119, Page 752 of the Deed Records of Dallas County, Texas, being the beginning of a non-tangent curve to the left, having a central angle of 33°23'34", a radius of 50.00 feet and chord bearing and distance of South 44°30'38" West, 28.73 feet;

**THENCE** with the south lines of said 15.7753 acre tract and with the north lines of said Lot 3, Block 8207, the following:

Southwesterly with said curve, an arc distance of 29.14 feet to a 1/2" iron rod found for corner;

South 27°49'00" West, a distance of 123.80 feet to a 5/8" iron rod found for corner in a north line of Lot 3, Block 8207 of PLANTATION SQUARE, according to the plat thereof recorded in Volume 85048, Page 741 of the Deed Records of Dallas County, Texas

**THENCE** continuing with the south lines of said 15.7753 acre tract and with the north lines of said Lot 3, Block 8207, the following:

## EXHIBIT A

North 62°21'38" West, a distance of 4.85 feet to a 5/8" iron rod found for corner at the beginning of a curve to the right, having a central angle of 19°28'16", a radius of 100.00 feet and chord bearing and distance of North 52°37'33" West, 33.82 feet;

Northwesterly with said curve, an arc distance of 33.98 feet to an "X" cut found in concrete for corner;

North 42°53'29" West, a distance of 99.70 feet to a 1/2" iron rod found for corner;

South 62°50'51" West, a distance of 230.31 feet to a 1/2" iron rod found in the east right-of-way line of said Campbell Road and being the southwest corner of said 15.7753 acre tract and the northwest corner of said Lot 3, Block 8207 and being the beginning of a non-tangent curve to the right, having a central angle of 20°11'09", a radius of 635.00 feet and chord bearing and distance of North 11°34'54" West, 222.56 feet;

**THENCE** with said east right-of-way line and with the west lines of said 15.7753 acre tract, the following:

Northwesterly with said curve, an arc distance of 223.72 feet to a 1/2" iron rod found for corner;

North 01°29'20" West, a distance of 689.47 feet to the **POINT OF BEGINNING** and containing 7.7611 acres of land.

Bearing system based upon monuments found along Campbell Road according to the 15.7753 acre tract of land described in Special Warranty Deed to Ambertrail Jack, L.L.C., recorded July 6, 1998

022964

Schedule B  
Item 9

EXHIBIT B

971568

DEED RESTRICTIONS 1130075

Deed 06/11/97 541421 \$19.00

THE STATE OF TEXAS )  
COUNTIES OF DALLAS AND COLLIN ) KNOW ALL PERSONS BY THESE PRESENTS:

I.

The undersigned, State Farm Mutual Automobile Insurance Company, an Illinois corporation, ("the Owner"), is the owner of the following described property ("the Property"), being in particular a tract of land partly in the J.V. Mounis Survey, Abstract Nos. 634 and 942, and partly in the A.B. Danks Survey, Abstract Nos. 283 and 400, and being in City Blocks 1/8730, 8207 and 8209, City of Dallas ("City"), Dallas County and Collin County, Texas, and being that same tracts of land conveyed to State Farm Mutual Automobile Insurance Company by American Federal Bank, F.S.B. by deed dated July 15, 1992, and recorded in Volume 92138, Page 3856, in the Deed Records of Dallas County, Texas and by Resolution Trust Corporation as Receiver for Topoka Savings by deed dated May 12, 1992, and recorded in Volume 92055, Page 8086, in the Deed Records of Dallas County, Texas, and by John D. Murchison and Yale University by deed dated February 14, 1978, and recorded in Volume 78043, Page 2256, in the Deed Records of Dallas County, Texas and also recorded in Volume 1094, Page 12, in the Deed Records of Collin County, Texas, and by the City of Dallas by quitclaim deed dated March 23, 1993, and recorded in Volume 93060, Page 2544, in the Deed Records of Dallas County, Texas; and being more particularly described in the attached Exhibit A.

II.

The Owner does hereby impress all the Property with the following deed restrictions ("restrictions"), to wit:

1. A 15 foot wide landscaping zone will be established and maintained along Campbell and Preston Roads. The landscape zone must contain a 3 foot high sodded berm to screen parking, with a minimum of four trees, of 4 inch caliper, per 100 linear feet.
2. The building set-back along Campbell Road shall be a minimum of 50 feet.
3. No building higher than one story or 18 feet (excluding mechanical penthouses) may be constructed within 100 feet of the Campbell Road right-of-way line.
4. Except as provided in (3) above, the maximum height of any building on the Property may not exceed three stories or 50 feet (excluding mechanical penthouses and atriums).
5. There may be no more than two driveway openings on Campbell Road.

III.

These restrictions shall continue in full force and effect for a period of twenty (20) years from the date of execution, and shall automatically be extended for additional periods of ten (10) years unless amended or terminated in the manner specified in this document.

NA#7195 BOULT, CUMMINGS, CONNERS &  
US OFFICE IV, LP  
DALLAS, DALLAS COUNTY, TX



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IV.

These restrictions may be amended or terminated only after a public hearing before the City Plan Commission and a public hearing before and approval by the City Council of the City. Notice of the public hearings must be given as would be required by law for a zoning change on the Property. The amending or terminating instrument must be approved as to form by the city attorney. If the City Council approves an amendment or termination of these restrictions, the Owner must then file the amending or terminating instrument in the Deed Records of the county or counties where the property is located at his or her sole cost and expense before the amendment or termination becomes effective.

V.

These restrictions are not intended to restrict the right of the City Council of the City to exercise its legislative duties and powers insofar as zoning of the property is concerned.

VI.

The Owner agrees that these restrictions insure to the benefit of the City. The Owner hereby grants the City the right to enforce these restrictions by any lawful means, including filing an action in a court of competent jurisdiction, at law or in equity, against the person violating or attempting to violate these restrictions, either to prevent the violation or to require its correction. If the City substantially prevails in a legal proceeding to enforce these restrictions, the Owner agrees that the City shall be entitled to recover damages, reasonable attorney's fees, and court costs. For further remedy, the Owner agrees that the City may withhold any certificate of occupancy or final inspection necessary for the lawful use of the Property until these restrictions are complied with. The right of the City to enforce these restrictions shall not be waived, expressly or otherwise.

VII.

The Owner agrees to defend, indemnify, and hold harmless the City from and against all claims or liabilities arising out of or in connection with the provisions of this document.

VIII.

The provisions of this document are hereby declared covenants running with the land and are fully binding on all successors, heirs, and assigns of the Owner who acquire any right, title, or interest in or to the Property, or any part thereof. Any person, who acquires any right title, or interest in or to the Property, or any part thereof, thereby agrees and covenants to abide by and fully perform the provisions of this document.

IX.

Unless stated otherwise in this document, the definitions and provisions of CHAPTER 51A, "PART II OF THE DALLAS DEVELOPMENT CODE," as amended, apply and are incorporated into this document as if recited in this document.

X.

The Owner understands and agrees that this document shall be governed by the laws of the State of Texas.

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XI.

The Owner certifies and represents that there are no liens or mortgages, other than liens for ad valorem taxes, against the Property if there are no signatures of lien holders or mortgagors subscribed below.

XII.

The invalidation of any provision of this instrument by any court shall in no way affect any other provision, which shall remain in full force and effect, and to this end the provisions are declared to be severable.

EXECUTED this the 25th day of April, 1997.

State Farm Mutual Automobile Insurance Company

OWNER

*Barbara J. Lay*  
Barbara J. Lay, Asst. Secretary

By:

*Thomas E. Rutrough*  
Title: Thomas E. Rutrough, Senior Vice President

CONSENT AND CONCURRENCE OF LIEN HOLDER OR MORTGAGOR:

Property Lien holder

By: \_\_\_\_\_

Title: \_\_\_\_\_

APPROVED AS TO FORM:

S.A.M. LINDSAY, City Attorney

By: *S.A.M. Lindsay*  
Assistant City Attorney

Corporation: For an officer of a corporation signing on behalf of the corporation. If any corporate officer other than the president or secretary signs, proof of authority to act for the corporation, such as bylaws or a resolution, must be attached.

022964

971568

STATE OF ILLINOIS

COUNTY OF McLEAN  
(county name)

This instrument was acknowledged before me on April 25, 1997 by  
James E. Entrough and Senior Vice President and  
Barbara J. Lay Assist. Secretary, respectively, of  
(name of officer) (title of officer)  
State Farm Mutual  
Automobile Insurance Company a n Illinois  
(name of corporation) (state of incorporation)

corporation, on behalf of said corporation.

*David L. ...*  
(Signature of notary and notary stamp)

OFFICIAL SEAL  
David L. ...  
Notary Public, State of Illinois  
My Commission Expires 7/31/99

031964

971568

## Exhibit A

PROPERTY DESCRIPTION

BEING all that certain lot, tract or parcel of land situated in the City of Dallas, Dallas and Collin County, Texas, and being out of the J. V. Mounts Survey, Abstract No. 634 and Abstract No. 842 and in the A. B. Banks Survey, Abstract No. 283 and Abstract No. 408 and being out of City of Dallas Blocks 1/8730, 8207 and 8209, and also being all of Lot 1 in Block 1/8730 of the State Farm Office Addition, an addition to the City of Dallas, Texas, as recorded in Cabinet "B" at Slide 385 of the Map Records of Collin County, Texas, and being all of that portion of McCallum Road from the East line of Campbell Road to the West line of Preston Road abandoned by City of Dallas Ordinance as recorded in Volume 93060 at Page 2645 of the Deed Records of Dallas County, Texas, and being part of the 3.973 acre tract of land conveyed to State Farm Mutual Automobile Insurance Company as recorded in Volume 92138 at Page 3856 of the Deed Records of Dallas County, Texas, and part of the 10.993 acre tract conveyed to State Farm Mutual Automobile Insurance Company as recorded in Volume 92066 at Page 3086 of the Deed Records of Dallas County, Texas, and being more particularly described as follows:

BEGINNING at the Northeast corner of said Lot 1 in Block A of the State Farm Office Addition, said point being the intersection of the South right of way line of Summerside Drive (60 foot right of way) with the Northwesterly line of Preston Road (Variable width right of way);

HENCE South 22° 06' 40" West along the Northwesterly line of Preston Road for a distance of 1181.78 feet to a point for the Southeast corner of said Lot 1 in Block 1/8730 of the State Farm Office Addition, said point being in the North right of way line of the previously mentioned McCallum Road;

HENCE South 22° 05' 24" West and continuing along the Northwesterly line of Preston Road for a distance of 80.08 feet to a point for corner, said point being the Northeast corner of the aforementioned 0.993 acre tract;

HENCE South 22° 05' 59" West and continuing along the Northwesterly line of Preston Road for a distance of 8.32 feet to the beginning of a curve to the left having a central angle of 10° 30' 45" and a radius of 3880.58 feet whose center bears South 67° 54' 01" East and whose chord bears South 15° 50' 7" West at 711.31 feet;

HENCE Southwesterly along said curve to the left and following the Northwesterly right of way line of Preston Road for a distance of 712.01 feet to a point for corner, said point the Northeast corner of a 0.347 acre tract of land conveyed to 1701 Preston Limited Partnership by deed dated October 27, 1993 as recorded in the Deed Records of Dallas County, Texas, said point also being the beginning of a curve to the left having a central angle of 17° 08' 13" and a radius of 381.00 feet whose center bears South 11° 28' 28" West and whose chord bears North 87° 05' 39" West at 113.53 feet;

HENCE Northwesterly along said curve to the left and following the North line of said 0.347 acre tract for an arc distance of 113.53 feet to a point for corner;

HENCE South 84° 20' 16" West and following the North line of said 0.347 acre tract for a distance of 12.38 feet to the beginning of a curve to the right having a central angle of 27° 32' 42" and a radius of 126.00 feet whose center bears North 5° 39' 45" West and whose chord bears North 51° 53' 24" West at 107.13 feet;

HENCE Northwesterly along said curve to the right and following the North line of said 0.347 acre tract for an arc distance of 107.13 feet to a point for corner;

HENCE North 28° 04' 29" East and continuing along the line of the 0.347 acre tract for a distance of 14.32 feet to a point for corner;

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Exhibit A

971568

THENCE North 66° 06' 13" West and continuing along the line of said 0.347 acre tract for a distance of 19.51 feet to a point for corner;

THENCE South 25° 04' 29" West and continuing along the line of said 0.347 acre tract for a distance of 47.70 feet to a point for corner;

THENCE South 67° 46' 43" East and continuing along the line of said 0.347 acre tract for a distance of 20.03 feet to a point for corner in the Northwest line of Lot 1 in Block 8207 of the Summit at Preston Trails, an addition to the City of Dallas, Texas, according to the plat thereof as recorded in Volume 84119 at Page 752 of the Map Records of Dallas County, Texas;

THENCE South 27° 42' 35" West along the Northwesterly line of said Lot 1 in Block 8207 of the Summit at Preston Trails for a distance of 128.93 feet to a point for corner; said point being the Southeast corner of said the aforementioned 3.973 acre tract and also being the Northeast corner of Lot 3 in Block 8207 of the Plantation Square, an addition to the City of Dallas, Texas, as recorded in Volume 85048 at Page 0741 of the Map Records of Dallas County, Texas;

THENCE North 62° 20' 15" West along the North line of said Lot 3 in Block 8207 of Plantation Square and the common line of said 3.973 acre tract for a distance of 82.16 feet to the beginning of a curve to the left having a central angle of 19° 28' 08" and a radius of 100.00 feet whose center bears North 27° 39' 45" East and whose chord bears North 52° 35' 10" West at 33.82 feet;

THENCE Northwesterly along said curve to the left and following the North line of said Lot 3 in Block 8207 of Plantation Square and the common line of said 3.973 acre tract for an arc distance of 33.88 feet to a point for corner;

THENCE North 42° 52' 05" West and continuing along the North line of said Lot 3 in Block 8207 of Plantation Square and common to the South line of said 3.973 acre tract for a distance of 98.69 feet to a point for corner, said point being the Northwest corner of said Lot 3;

THENCE South 62° 52' 14" West along the Westerly line of said Lot 3 and the common line of said 3.973 acre tract for a distance of 230.26 feet to a point for corner in the Easterly line of Campbell Road (variable width right of way), said point being the beginning of a curve to the right having a central angle of 20° 11' 08" and a radius of 635.00 feet whose center bears North 68° 19' 32" East and whose chord bears North 11° 34' 54" West at 222.55 feet;

THENCE Northwesterly along said curve to the right and following the Easterly line of Campbell Road for a distance of 222.55 feet to a point for corner;

THENCE North 1° 29' 20" West along the East line of Campbell Road a distance 869.22 feet to the beginning of a curve to the left having a central angle of 3° 42' 13" and a radius of 8739.88 feet whose center bears South 68° 38' 40" West and whose chord bears North 3° 20' 28" West at 554.85 feet;

THENCE Northerly along said curve to the left and following the East line of Campbell Road for an arc distance of 554.85 feet to a point for corner;

THENCE North 5° 11' 33" West along the East line of Campbell Road for a distance of 286.34 feet to the Northwest corner of the aforesaid Lot 1 in Block 8739 of the State Farm Office Addition, said point also being in the South line of Summerside Drive;

THENCE North 88° 01' 00" East along the South line of Summerside Drive for a distance of 1454.97 feet to the PLACE OF BEGINNING AND CONTAINING 48.9226 ACRES OF LAND, more or less.

97113 00344

97113 00345

Any provision herein which conflicts with the safe, sound, or use of the  
courts and generally because of order to show to benefit and  
conspicuously under judicial law.

STATE OF TEXAS COUNTY OF DALLAS  
I hereby certify this instrument was filed on the date and time  
stipulated herein by me and was duly recorded in the volume and  
page of the General Records of Dallas County, Texas as directed  
herein by me.

JUN 11 1997



*Carl B. Baird*  
COUNTY CLERK, Dallas County, Texas

FILED  
97 JUN -9 AM 10:21  
EARL J. SULLOCK  
COUNTY CLERK  
DALLAS COUNTY