

April 10, 1991

WHEREAS, the deed restrictions in the attached instrument have been volunteered in conjunction with a request for an amendment to the Tract 3C portion of Planned Development District No. 165 which was approved by the City Council on December 17, 1986, on Zoning Case #Z856-278/6171-N on property located south of Rosemeade Parkway and east of Midway Road; and

WHEREAS, said deed restrictions have been approved as to form; Now, Therefore,

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

Section 1. That the deed restrictions set forth 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 within the Tract 3C portion of Planned Development District No. 165.

Section 2. That said deed restrictions shall be filed in the Deed Records of Collin County, Texas.

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

cc: Building Inspection - 2
Planning and Development - 2

JCK/tr

Approved as to Form:
WILLIE MUNCY, City Attorney

Cynthia Holder
Assistant City Attorney

APPROVED *[Signature]* HEAD OF DEPARTMENT APPROVED _____ DIRECTOR OF FINANCE APPROVED _____ CITY MANAGER

DEED RESTRICTIONS

STATE OF TEXAS)
) KNOW ALL PERSONS BY THESE PRESENTS:
COUNTY OF COLLIN)

I.

The undersigned, MEADEROSE, INC., a Nevada corporation (the "Owner"), is the owner of the following described property (the "Property"), being in particular a tract of land out of the Edwin Allen Survey, Abstract No. 8, City Block 8740, City of Dallas ("City"), Collin County, Texas, and being that same tract of land conveyed to MEADEROSE, INC. by Lomas & Nettleton Financial Corp. by deed dated effective 9/8/86 and recorded in Volume 2487, Page 592, in the Deed Records of Collin County, Texas, and being more particularly described as follows:

BEGINNING at the most northwesterly corner of NORTHPOINTE II, an addition to the City of Dallas as recorded in Volume D, Page 137 of the Deed Records of Collin County, Texas:

THENCE S 88° 54' 24" W, 17.78 feet;

THENCE N 01° 05' 36" W, 172.22 feet;

THENCE N 43° 54' 24" E, 110.00 feet;

THENCE N 88° 54' 24" E, 172.22 feet;

THENCE S 01° 05' 36" E, 250.00 feet to the north line of said Northpointe II Addition;

THENCE S 88° 51' 24" W, 232.22 feet to the Place of Beginning and containing 1.365 acres (59,475 sq. ft.) of land.

II.

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

1. Multiple family uses are prohibited on the Property.
2. No more than eight single family dwelling units are permitted on the Property.
3. For the purposes of these restrictions, all definitions of Chapter 51, Part I of the Dallas Development Code,

2856-278/6171-N

as amended, apply and are incorporated as if recited verbatim herein.

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.

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 inure 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 these restrictions.

VIII.

The provisions of this instrument 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 instrument.

IX.

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

X.

The invalidation of any provision in this document 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 at the City of Dallas, Dallas County, Texas, on this the 6th day of March, 1991.

OWNER:

MEADEROSE, INC.

By: James J. Judge
Name: James J. Judge
Title: Vice President

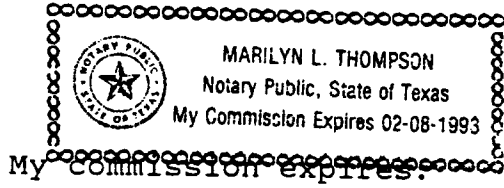
Approved as to form:
ANALLIE MUNOY, City Attorney

By Cynthia Holder Berner
Assistant City Attorney

STATE OF TEXAS)

COUNTY OF DALLAS)

This instrument was acknowledged before me on March 5,
1991 by James Judge as Vice President
of MEADEROSE, INC., a Nevada corporation, on
behalf of said corporation.



02/08/1993

Marilyn L. Thompson
Notary Public in and for the
State of Texas

MARILYN L. THOMPSON
Print or Type Name of Notary