

THE STATE OF TEXAS)
COUNTY OF DALLAS)

KNOW ALL PERSON BY THESE PRESENTS:

I.

The undersigned, Pavilion on Lovers Lane. L.P. (“the Owner”), is the owner of the following described property (“the Property”), being in particular a tract of land out of Survey Abstract No. 88, part of City Block 5129, City of Dallas (“City”), Dallas County, Texas, and being that same tract of land conveyed to the Owner by Corrigan Investments, Inc., by deed dated June 12, 2003, and recorded in Volume 2003114, Page 25538, in the Deed Records of Dallas County, Texas, and being more particularly described in Exhibit “A”, attached hereto and made a part hereof for all purposes.

II.

That the Property was impressed with certain deed restrictions (“Original Restrictions”) as shown in an instrument dated February 23, 1984, recorded in Volume 84055, Page 3077, as amended by “Amended Deed Restrictions” dated August 14, 1985, signed by Corrigan Properties, Inc. and recorded in Volume 85167, Page 5469, of the Deed Records of Dallas County, Texas, collectively (“First Amended Deed Restrictions”), a true and correct copy of which is attached to this instrument as Exhibit “B” and made a part of this instrument.

III.

That the Owner does hereby amend the First Amended Deed Restrictions as follows:

The Landscape Plan, “Exhibit B” attached to the First Amended Deed Restrictions, is replaced with the “Exhibit B” attached to this Second Amendment to Deed Restrictions.

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 be 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 is there are no signatures of mortgagees or lien holders 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.

VIII.

That it is expressly stipulated and understood that the preceding amendment accomplished hereby shall in no manner operate to impair or reduce the enforceability of the First Amended Deed Restrictions, as originally written, and that all restrictions and provisions contained in the deed restriction instruments recorded in Volume 84055, Page 3077 and Volume 85167, Page 5469, of the Deed Records of Dallas 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 instruments apply to this instrument as if recited herein.

EXECUTED in the City of Dallas, Dallas County, Texas, this 12th day of December, 2005.

PAVILION ON LOVERS LANE, LP
A Texas Limited Partnership

By: Corrigan Retail Pavilion, L.L.C.
A Texas limited liability company
Its General Partner

By: Stan Barnett
Stan Barnett, Manager

**CONSENT AND CONCURRENCE OF
LIENHOLDER OR MORTGAGEE**

See Attached Signature and Notary Page

Owner _____

By: _____

Printed Name: _____

Title: _____

APPROVED AS TO FORM:
THOMAS P. PERKINS, JR., City Attorney

By: Casey Bunger
Assistant City Attorney

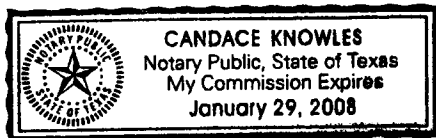
ATTACH APPROPRIATE ACKNOWLEDGMENT FORMS

REVISED 6-7-99

State of Texas

County of Dallas

This instrument was acknowledged before me on Dec. 12, 2005 by Stan Barnett, as Manager, of Corrigan Retail Pavilion, L.L.C., a Texas limited liability company, on behalf of said limited liability company, and executed this instrument as partner on behalf of Pavilion Lovers Lane, LP, a limited partnership.



Candace Knowles

Notary Public in and for the
State of Texas

PRINCIPAL LIFE INSURANCE
COMPANY, an Iowa corporation

By: PRINCIPAL REAL ESTATE
INVESTORS, LLC, a Delaware limited
liability company, its authorized
signatory

By *Debra A. Reinard*
Name: Debra A. Reinard
Title: Senior Commercial Loan Administrator

By *C. N. Giles*
Name: C. N. Giles
Title: Assistant Managing Director
Loan Administration Operations

STATE OF IOWA)
)
COUNTY OF POLK)

On this 14th day of December, 2005, before me, the undersigned, a Notary Public in and for the said State, personally appeared C.N. Giles and Debra A. Reinard to me personally known to be the identical persons whose names are subscribed to the foregoing instrument, who being by me duly sworn, did say that they are the Assistant Managing Director and Senior Commercial Loan Administrator, respectively, of PRINCIPAL REAL ESTATE INVESTORS, LLC, a Delaware limited liability company, authorized signatory of PRINCIPAL LIFE INSURANCE COMPANY, an Iowa corporation, and that the seal affixed to the instrument is the seal of Principal Real Estate Investors, LLC; that the instrument was signed and sealed on behalf of the corporation by Principal Real Estate Investors, LLC, as authorized signatory of Principal Life Insurance Company, by authority of the Board of Directors of Principal Life Insurance Company; and that the aforesaid individuals each acknowledged the execution of the foregoing instrument to be the voluntary act and deed of Principal Real Estate Investors, LLC, as authorized signatories of said corporation, by it and by them voluntarily executed.

M. Edith Lawrence
Notary Public in and for said State
My Commission Expires:
[Affix Notarial Stamp or Seal]

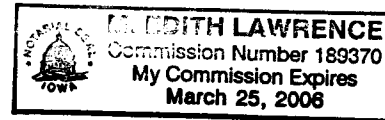


EXHIBIT A

BEING 5.82 acres of land, a part of Greenway Crest Addition to the City of Dallas, Texas located in the A. Bledsoe Survey, Abstract Number 88 and more particularly described as follows:

BEGINNING at a point in the south boundary line of Lovers Lane 491 feet West of the west right-of-way line of Saint Louis and San Francisco Railroad Company, said point being also the northwest corner of Lovers Lane Addition to the City of Dallas, Texas;

THENCE, West 800 feet along the south boundary line of Lovers Lane to an iron stake set in the east boundary line of Greenway Boulevard;

THENCE, South along the east line of Greenway Boulevard 317 feet;

THENCE, East 800 feet to the west line of Lovers Lane Addition;

THENCE, North along the west line of Lovers Lane Addition 317 feet to the place of beginning, and being a portion of the property described in a deed from Woodlane, Inc., a dissolved Texas corporation, to Corrigan Properties, Inc., a corporation, dated April 28, 1949, recorded in Volume 3124, page 593, Deed Records, Dallas County, Texas.

PLANTING NOTES:
 1. All trees to be planted in accordance with the City of Dallas Tree Ordinance.
 2. All trees to be planted in accordance with the City of Dallas Tree Ordinance.
 3. All trees to be planted in accordance with the City of Dallas Tree Ordinance.
 4. All trees to be planted in accordance with the City of Dallas Tree Ordinance.
 5. All trees to be planted in accordance with the City of Dallas Tree Ordinance.

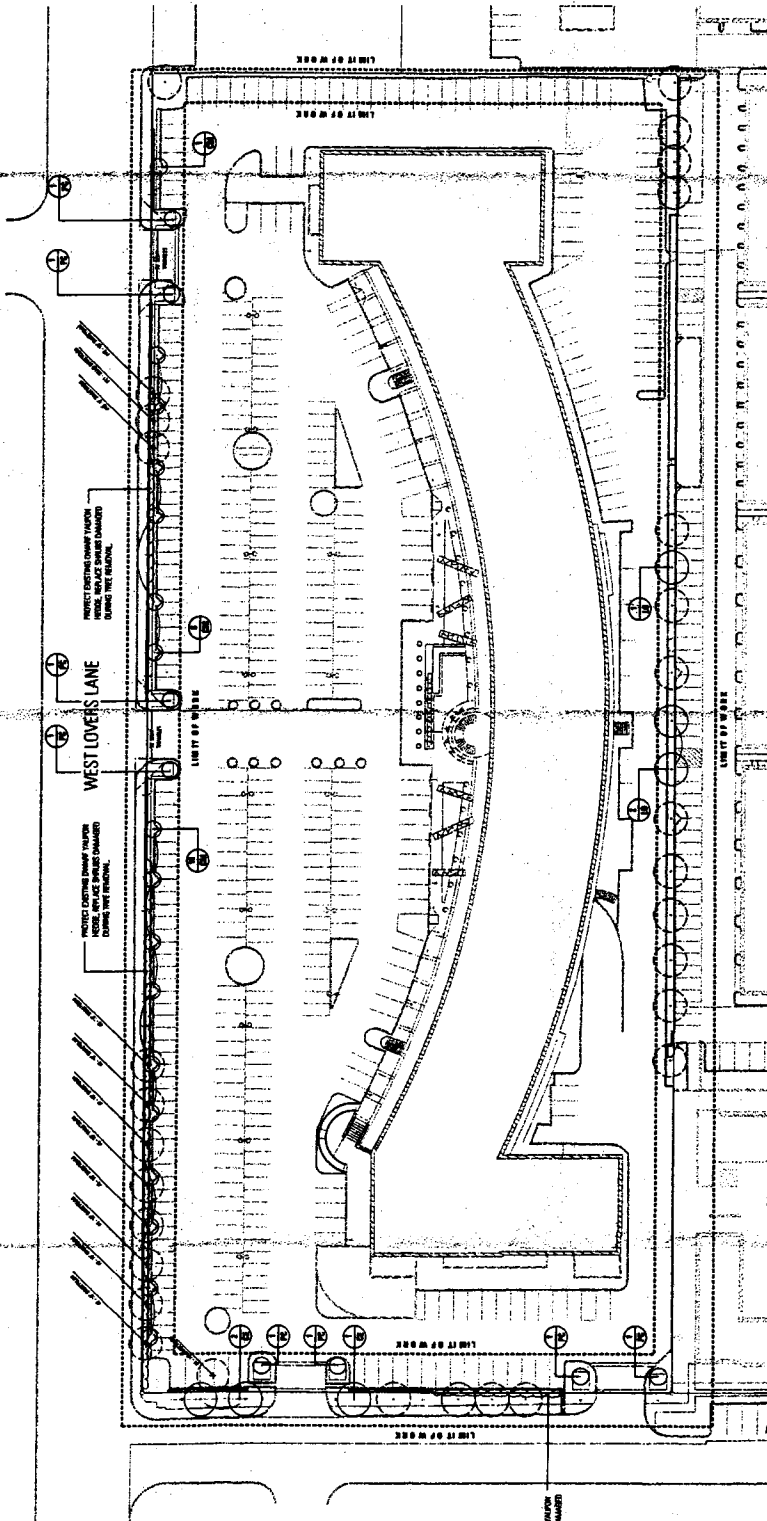


PROJECT NO.	2005-0152
DATE	09/26/05
SCALE	AS SHOWN
DESIGNED BY	W. L. COOPER, P.E.
CHECKED BY	
APPROVED BY	
DATE	
PROJECT	
LOCATION	
OWNER	
ARCHITECT	
ENGINEER	
PLANTING	
DATE	
PROJECT	
LOCATION	
OWNER	
ARCHITECT	
ENGINEER	
PLANTING	
DATE	

REVISIONS
 1. REVISED PLANTING PLAN

03.05.0152
 5469

REVISED EXHIBIT B - SEPTEMBER 26, 2005
 FOR AMENDMENT TO DEED RESTRICTION



LEGEND

PLANT KEY	QUANTITY
(Symbol)	(Symbol)
(Symbol)	(Symbol)
(Symbol)	(Symbol)
(Symbol)	(Symbol)
(Symbol)	(Symbol)

PLANTING NOTES:
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 5. All trees to be planted in accordance with the City of Dallas Tree Ordinance.
 6. All trees to be planted in accordance with the City of Dallas Tree Ordinance.
 7. All trees to be planted in accordance with the City of Dallas Tree Ordinance.
 8. All trees to be planted in accordance with the City of Dallas Tree Ordinance.

PLANT LIST FOR PERIMETER LANDSCAPE

NO.	QTY.	SYMBOL	COMMON NAME	SCIENTIFIC NAME	SIZE & SPACING
1	10	PC	Plant Choice	Transfer selection	24"
2	10	LB	Large Tree	Transfer selection	24"
3	10	CB	Small Tree	Transfer selection	24"
4	10	DB	Large Tree	Transfer selection	24"
5	10	DB	Large Tree	Transfer selection	24"
6	10	DB	Large Tree	Transfer selection	24"
7	10	DB	Large Tree	Transfer selection	24"
8	10	DB	Large Tree	Transfer selection	24"
9	10	DB	Large Tree	Transfer selection	24"
10	10	DB	Large Tree	Transfer selection	24"
11	10	DB	Large Tree	Transfer selection	24"
12	10	DB	Large Tree	Transfer selection	24"
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26	10	DB	Large Tree	Transfer selection	24"
27	10	DB	Large Tree	Transfer selection	24"
28	10	DB	Large Tree	Transfer selection	24"
29	10	DB	Large Tree	Transfer selection	24"
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89	10	DB	Large Tree	Transfer selection	24"
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91	10	DB	Large Tree	Transfer selection	24"
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93	10	DB	Large Tree	Transfer selection	24"
94	10	DB	Large Tree	Transfer selection	24"
95	10	DB	Large Tree	Transfer selection	24"
96	10	DB	Large Tree	Transfer selection	24"
97	10	DB	Large Tree	Transfer selection	24"
98	10	DB	Large Tree	Transfer selection	24"
99	10	DB	Large Tree	Transfer selection	24"
100	10	DB	Large Tree	Transfer selection	24"

EXHIBIT B



Exhibit B

Existing Deed Restrictions

852620

AMENDED DEED RESTRICTIONS

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

That the undersigned, Corrigan Properties, Inc., is the owner of the following described property situated in Dallas County, Texas, being:

5.82 acres of land, a part of Greenway Crest Addition to the City of Dallas, Texas located in the A. Bledsoe Survey, Abstract Number 88 and more particularly described as follows:

BEGINNING at a point in the south boundary line of Lovers Lane 491 feet West of the west right-of-way line of Saint Louis and San Francisco Railroad Company, said point being also the northwest corner of Lovers Lane Addition to the City of Dallas, Texas;

THENCE, West 800 feet along the south boundary line of Lovers Lane to an iron stake set in the east boundary line of Greenway Boulevard;

THENCE, South along the east line of Greenway Boulevard 317 feet;

THENCE, East 800 feet to the west line of Lovers Lane Addition;

THENCE, North along the west line of Lovers Lane Addition 317 feet to the place of beginning, and being a portion of the property described in a deed from Woodlane, Inc., a dissolved Texas corporation, to Corrigan Properties, Inc., a corporation, dated April 28, 1949, recorded in Volume 3124, page 593, Deed Records, Dallas County, Texas.

The herein described property (the "restricted property") is subject to deed restrictions (the "existing restrictions") dated February 23, 1984, recorded at Volume 84055, Page 3077, Deed Records, Dallas County, Texas; which existing restrictions inure to the benefit of the City of Dallas, and which state that:

- (1) The height of any building on the property shall not exceed 39 feet, except the following structures may project a maximum of 12 feet above the specified height of 39 feet; elevator, penthouse or bulkhead, mechanical equipment, skylights, parapet, heating and air conditioning equipment;
(2) The floor area ratio (as defined in the Dallas Development Code in effect on the date of execution of this document) on any portion of the property devoted to any non-residential use allowed in a General Retail District shall be limited to .41;
(3) The total floor area of retail uses shall not exceed 72,000 square feet;

#4 to be amended

(4) Landscaping shall be provided as shown on the landscape plan attached hereto as Exhibit B prior to the issuance of a Certificate of Occupancy for any retail use on the property. Landscaping as shown on the landscape plan attached hereto as Exhibit B shall be maintained in a healthy and growing condition at all times;

(5) Non-residential buildings shall be contained within the building envelope line shown on the site plan attached hereto as Exhibit A.

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EXHIBIT B

852620

The undersigned has submitted to the City of Dallas a request (the "amendment request") to amend the existing restrictions as they apply to the herein described property; specifically, to permit modification of the landscape plan known as Exhibit B. After the required notice and public hearings, the City of Dallas has approved the amendment request.

Accordingly, the undersigned does hereby amend the existing restrictions as follows:

- (1) The height of any building on the property shall not exceed 39 feet, except the following structures may project a maximum of 12 feet above the specified height of 39 feet; elevator, penthouse or bulkhead, mechanical equipment, skylights, parapet, heating and air conditioning equipment;
- (2) The floor area ratio (as defined in the Dallas Development Code in effect on the date of execution of this document) on any portion of the property devoted to any non-residential use allowed in a General Retail District shall be limited to .41;
- (3) The total floor area of retail uses shall not exceed 72,000 square feet;
- (4) Landscaping shall be provided as shown on the revised landscape plan attached hereto as revised Exhibit B prior to the issuance of a Certificate of Occupancy for any retail use on the property. Landscaping as shown on the landscape plan attached hereto as revised Exhibit B shall be maintained in a healthy and growing condition at all times;
- (5) Non-residential buildings shall be contained within the building envelope line shown on the site plan attached hereto as Exhibit A.

These amended restrictions shall continue in full force and effect for a period of twenty-five (25) years from the date of execution, and shall automatically be extended for additional periods of 10 years unless amended or terminated in the manner specified herein.

These amended restrictions shall not be altered, amended or terminated without a public hearing before the City Plan Commission and the City Council of the City of Dallas, State of Texas. Notice of such hearings shall be given as would be required by law for a zoning change on the property described herein.

The amended restrictions contained herein are not in any manner intended to restrict the right of the City of Dallas to exercise its legislative duties and powers insofar as zoning of the property is concerned.

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EXHIBIT B

852030

These amended restrictions inure to the benefit of the City of Dallas and the undersigned owner hereof does hereby grant to the City of Dallas the right to prosecute, at law and/or in equity, against the person violating or attempting to violate such restrictions, either to prevent him from so doing and to correct such violation and for further remedy, the City of Dallas may withhold the Certificate of Occupancy necessary for the lawful use of the property until such restrictions described herein are fully complied with.

These amended restrictions are hereby declared covenants running with the land and shall be fully binding upon all persons acquiring property within the above described tract, and any person by acceptance of title to any of the above described property shall thereby agree and covenant to abide by and fully perform the foregoing restrictions and covenant.

EXECUTED this 14th day of August, 1985.

Corrigan Properties, Inc.

By: William C. Schoolfield, Jr.
 William C. Schoolfield, Jr.
 Vice President

Approved as to form:
Ann Lealie Mundy, City Attorney
 By: [Signature]
 Assistant City Attorney

35:67 5471

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THE STATE OF TEXAS
COUNTY OF DALLAS

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BEFORE ME, the undersigned, a Notary Public in and for Dallas County, Texas, on this day personally appeared William C. Schoolfield, Jr., in his capacity as Vice President of Corrigan Properties, Inc., a Texas Corporation, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 14th day of August, 1985.



Theresa E. Hansen
NOTARY PUBLIC IN AND FOR
DALLAS COUNTY, TEXAS

My Commission expires: 1-31-89

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951167 5473

WEST LOVERS LANE

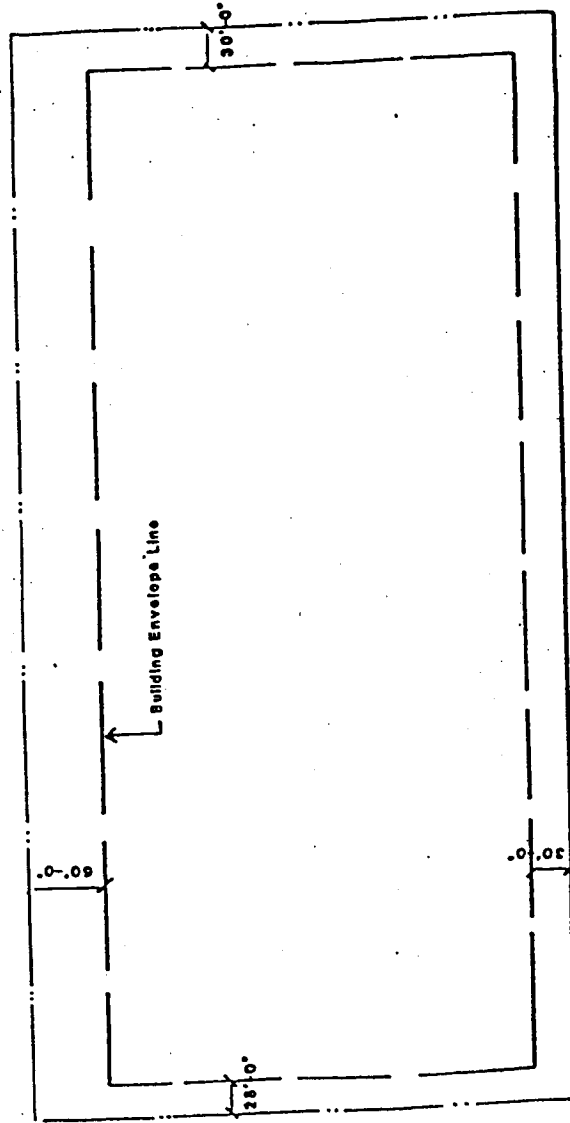


EXHIBIT - A SITE PLAN
 Curb Cuts Not Shown - (shall be Permitted as Necessary)

GREENWAY BLVD

85620

