

SECOND SUPPLEMENT TO
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR EAGLE'S BLUFF
(Section 5)

This Second Supplement to Declaration of Covenants, Conditions and Restrictions for EAGLE'S BLUFF (this "Supplemental Declaration") is executed by LAKE PALESTINE ASSOCIATES, L.P., a Texas Limited Partnership ("Declarant"), the sole owner of the Annexed Property (defined below).

RECITALS

- A. Declarant executed a Declaration of Covenants, Conditions and Restrictions for Eagle's Bluff dated September 23, 1998, which was recorded in Volume 1400, Page 387 of the Real Property Records of Cherokee County, Texas (the "Declaration"). The Declaration covered the land described in EXHIBIT "A" attached to the Declaration (the "Properties"), which included land commonly known as Section One of Eagle's Bluff.
- B. Section 9.1 of the Declaration allows Declarant at any time until December 31, 2028 to unilaterally subject any real property immediately adjacent to and contiguous with the Properties to the provisions of the Declaration by filing a supplemental declaration in the Real Property Records of Cherokee County, Texas.
- C. Declarant is the sole owner of the real property described in EXHIBIT "A" attached to this Supplement (the "Annexed Property"), which is immediately adjacent to and contiguous with the Properties. In accordance with Section 9.1 of the Declaration, Declarant desires to annex the Annexed Property into the Properties and to subject the Annexed Property to the provisions of the Declaration under the terms as noted below.

NOW, THEREFORE, Declarant hereby annexes the Annexed Property into the Properties covered by the Declaration, and subjects the Annexed Property to the provisions of the Declaration. The Annexed Property is now a part of the "Properties", as defined in the Declaration. Declarant declares that all of the Annexed Property shall be held, transferred, sold, conveyed and occupied

subject to the covenants, restrictions, easements, conditions, reservations, charges and liens set out in the Declaration as if the Annexed Property had been originally described in the Declaration as part of the Properties. Declarant reserves all rights and benefits provided in the Declaration in connection with the Annexed Property.

Except as supplemented and amended as noted above, the Declaration shall remain in full force and effect, and Declarant reserves the right in the future to annex additional real property under the terms of the Declaration and as provided by law.

DECLARANT:

LAKE PALESTINE ASSOCIATES, L.P.

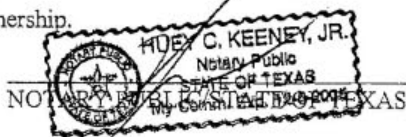
By: EAGLE'S RIDGE DEVELOPMENT
CORPORATION
General Partner

By: Ralph E. Martin
Printed Name: _____
Title: President

STATE OF TEXAS §
 §
COUNTY OF Smidt §

This instrument was acknowledged before me, the undersigned notary public, on this the 19 day of August, 2004, by Ralph E. Martin, President of and on behalf of EAGLE'S RIDGE DEVELOPMENT CORPORATION, a Texas Corporation, the

corporation acting in its capacity as the general partner of and on behalf of LAKE PALESTINE ASSOCIATES, L.P., a Texas Limited Partnership.



Printed Name of Notary Public
My Commission Expires:

CONSENT OF LIENHOLDER

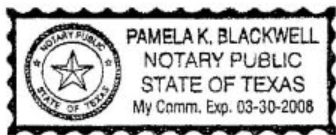
TEXAS BANK ("Lienholder"), the lienholder on the Annexed Property, executes this Supplemental Declaration for the purpose of consenting to the annexation of the Annexed Property and the encumbering of the Annexed Property by the Declaration. Lienholder hereby subordinates all of its liens of any nature on any portion of the Annexed Property to the terms and conditions of the Declaration and this Supplemental Declaration.

TEXAS BANK

By: Charleen Goldston
Printed Name: CHARLEEN GOLDSTON
Title: Vice President

STATE OF TEXAS §
 §
COUNTY OF TARRANT §

This instrument was acknowledged before me, the undersigned notary public, on this the 7th day of October, 2004, by **CHARLEEN GOLDSTON**, as the Vice President of and on behalf of **TEXAS BANK**, a state banking association.



Pamela K. Blackwell
NOTARY PUBLIC/STATE OF TEXAS
Pamela K. Blackwell
Printed Name of Notary Public
My Commission Expires: 3-30-08



Land Description - 22.77 Acres
John Jordan Survey A-27 and John Walker Survey A-54
Cherokee County, Texas

All that certain tract or parcel of land located in the John Jordan Survey, Abstract No. 27 and the John Walker Survey Abstract No. 54, Cherokee County Texas, being part of a called 249.15 acre tract described in a deed from Cherokee Bluff Development Corporation to Lake Palestine Associates, L.P., dated February 18, 1998, recorded in Volume 1385 on Page 387 in the Official Records of Cherokee County, Texas, and part of a called 82.510 acre tract described in a deed from Cherokee Bluff Development Corporation to Lake Palestine Associates, L.P., dated February 18, 1998, recorded in Volume 1385 on Page 383 of said records, and being more particularly described as follows:

BEGINNING at a 1/2 inch iron rod with a cap stamped "SUMMIT SURVEYING" set for corner (hereafter denoted by IR Set) on the east line of Lot 19, Block 13, of Eagle's Bluff Section Two-A at its intersection with the south line of a 20-foot wide greenbelt as shown on the plat of said Section Two-A recorded in Cabinet B on Slide 134 in the above said records. Said IR Set bears North 67 deg. 48 min. 41 sec. West a distance of 1526.82 feet from the northeast corner of the above referenced 82.510 acre tract;

THENCE South 57 deg. 49 min. 39 sec. East along the said south line of the greenbelt, at 119.50 feet pass the southeast corner of said greenbelt at the south end of the existing right of way for Eagle's Bluff Blvd. as shown on the said plat of Eagle's Bluff Section Two-A, then continue the same bearing and being a total distance of 180.51 feet to an IR Set;

THENCE in a northeasterly direction with above said right of way along a non-tangent curve to the right (said curve having a Central Angle of 78 deg. 27 min. 47 sec., a Radius of 25.00 feet and a Chord which bears North 82 deg. 56 min. 27 sec. East - 31.82 feet) an arc distance of 34.24 feet to an IR Set on the south right of way line of Dogwood Lake Circle;

THENCE South 57 deg. 49 min. 39 sec. East a distance of 95.00 feet with the said south right of way line to an IR Set;

THENCE South 32 deg. 10 min. 21 sec. West, at a distance of 10.00 feet pass the north corner of the southernmost west line of a called 115.58 acre tract described on Page 441 of the "Declaration of Covenants, Conditions, and Restrictions For Eagle's Bluff" recorded in Volume 1400 on Page 387 in said official records, then continuing the same bearing with said southwestern line of the 115.58 acre tract and being a total distance of 842.27 feet to an IR Set at the beginning of a non-tangent curve to the left;

THENCE continuing with said southwestern line of the 115.58 acre tract in a southwesterly direction with said non-tangent curve to the left (said curve having a Central Angle of 46 deg. 27 min. 14 sec., a Radius of 145.31 feet, and a

a Chord which bears South 15 deg. 03 min. 21 sec. West - 114.62 feet) an arc distance of 117.62 to an IR Set for the end of same;

THENCE continuing with said southwestern line of the 115.58 acre tract South 08 deg. 10 min. 16 sec. East a distance of 588.03 feet to an IR Set at the beginning of a non-tangent curve to the left;

THENCE continuing with said southwestern line of the 115.58 acre tract in a southwesterly direction with said non-tangent curve to the left (said curve having a Central Angle of 04 deg. 52 min. 51 sec., a Radius of 1338.10 feet, and a Chord which bears South 27 deg. 32 min. 38 sec. West - 113.95 feet) an arc distance of 113.99 feet to an IR Set for the end of same;

THENCE South 34 deg. 38 min. 03 sec. East a distance of 172.08 feet with said southwestern line of the 115.58 acre tract to an IR Set;

THENCE South 78 deg. 24 min. 09 sec. East a distance of 149.86 feet with said southwestern line of the 115.58 acre tract to an IR Set at an angle break in same;

THENCE, departing from said southwestern line of the 115.58 acre tract, South 13 deg. 44 min. 01 sec. West a distance of 225.20 feet to an IR Set at a corner of the proposed right of way line of Eagle's Bluff Blvd.;

THENCE South 15 deg. 10 min. 05 sec. East a distance of 54.42 feet with the southeastern end of the said proposed right of way for Eagle's Bluff Blvd. to an IR Set;

THENCE South 02 deg. 53 min. 14 sec. East a distance of 333.96 feet to an IR Set;

THENCE South 87 deg. 08 min. 46 sec. West a distance of 13.38 feet to an IR Set in a curve on the right of way of Lake Bluff Drive South as shown on the previously referenced Final Plat of Section Two-A;

THENCE in a northwesterly direction with the right of way of Lake Bluff Drive South along a curve to the left (said curve having a Central Angle of 100 deg. 35 min. 12 sec., a Radius of 51.50 feet, and a Chord which bears North 50 deg. 17 min. 36 sec. West - 79.24 feet) an arc distance of 90.41 feet to an IR Set for a point of reverse curve;

THENCE in a northwesterly direction along a curve to the right (said curve having a Central Angle of 54 deg. 07 min. 51 sec., a Radius of 12.50 feet, and a Chord which bears North 73 deg. 31 min. 16 sec. West - 11.38 feet) an arc distance of 11.81 feet to an IR Set for the end of said curve;

THENCE in a northerly direction with the east right of way line of said Lake Bluff Drive South as follows:

- North 46 deg. 27 min. 21 sec. West a distance of 138.80 feet to an IR Set at the

beginning of a curve to the left;

- In a northwesterly direction along said curve to the left (said curve having a Central Angle of 15 deg. 18 min. 37 sec., a Radius of 225.00 feet, and a Chord which bears North 54 deg. 06 min. 39 sec. West - 59.94 feet) an arc distance of 60.12 feet to an IR Set for the end of said curve;

- North 61 deg. 45 min. 58 sec. West a distance of 205.20 feet to an IR Set for the beginning of a curve to the right;

- In a northwesterly direction along said curve to the right (said curve having a Central Angle of 50 deg. 01 min. 38 sec., a Radius of 75.00 feet, and a Chord which bears North 36 deg. 45 min. 09 sec. West - 63.42 feet) an arc distance of 65.49 feet to an IR Set for the end of said curve;

- North 11 deg. 44 min. 20 sec. West a distance of 145.02 feet to an IR Set for the beginning of a curve to the left;

- In a northwesterly direction along said curve to the left (said curve having a Central Angle of 16 deg. 54 min. 47 sec., a Radius of 225.00 feet, and a Chord which bears North 20 deg. 11 min. 43 sec. West - 66.18 feet) an arc distance of 66.42 feet to an IR Set for the end of said curve;

- North 28 deg. 39 min. 07 sec. West a distance of 260.69 feet to an IR Set for the beginning of a curve to the left;

- In a northwesterly direction along said curve to the left (said curve having a Central Angle of 18 deg. 19 min. 02 sec., a Radius of 225.00 feet, and a Chord which bears North 37 deg. 48 min. 38 sec. West - 71.63 feet) an arc distance of 71.93 feet to an IR Set for the end of said curve;

- North 46 deg. 58 min. 09 sec. West a distance of 84.79 feet to an IR Set for the beginning of a curve to the right;

- In a northwesterly direction along said curve to the right (said curve having a Central Angle of 42 deg. 35 min. 25 sec., a Radius of 125.00 feet, and a Chord which bears North 25 deg. 40 min. 26 sec. West - 90.79 feet) an arc distance of 92.92 feet to an IR Set for the end of said curve to the right;

- North 04 deg. 22 min. 44 sec. West a distance of 198.60 feet to an IR Set for the beginning of a curve to the left;

- In a northwesterly direction along said curve to the left (said curve having a Central Angle of 13 deg. 58 min. 09 sec., a Radius of 125.00 feet, and a Chord which bears North 11 deg. 21 min. 48 sec. West - 30.40 feet) an arc distance of 30.48 feet to an IR Set for the end of said curve;

- North 18 deg. 20 min. 53 sec. West a distance of 118.68 feet to an IR Set for the beginning of a curve to the right;
- In a northeasterly direction along said curve to the right (said curve having a Central Angle of 55 deg. 34 min. 21 sec., a Radius of 75.00 feet, and a Chord which bears North 09 deg. 28 min. 18 sec. East - 69.93 feet) an arc distance of 72.74 feet to an IR Set for the end of said curve;
- North 37 deg. 13 min. 28 sec. East a distance of 38.83 feet to an IR Set for the beginning of a curve to the left;
- In a northeasterly direction along said curve to the left (said curve having a Central Angle of 32 deg. 34 min. 42 sec., a Radius of 125.00 feet, and a Chord which bears North 20 deg. 56 min. 07 sec. East - 70.12 feet) an arc distance of 71.07 feet to an IR Set for the end of said curve;
- North 04 deg. 38 min. 46 sec. East a distance of 82.03 feet to an IR Set for the beginning of a curve to the right;
- In a northeasterly direction along said curve to the right (said curve having a Central Angle of 35 deg. 05 min. 06 sec., a Radius of 75.00 feet, and a Chord which bears North 22 deg. 11 min. 19 sec. East - 45.21 feet) an arc distance of 45.93 feet to an IR Set for the end of said curve;
- North 39 deg. 43 min. 52 sec. East a distance of 11.15 feet to an IR Set for the beginning of a curve to the left;
- In a northeasterly direction along said curve to the left (said curve having a Central Angle of 31 deg. 36 min. 14 sec., a Radius of 125.00 feet, and a Chord which bears North 23 deg. 55 min. 45 sec. East - 68.08 feet) an arc distance of 68.95 feet to an IR Set for the end of said curve;
- North 08 deg. 07 min. 38 sec. East a distance of 43.66 feet to an IR Set for the beginning of a curve to the left;
- In a northeasterly direction along said curve to the left (said curve having a Central Angle of 9 deg. 16 min. 00 sec., a Radius of 125.00 feet, and a Chord which bears North 03 deg. 29 min. 38 sec. East - 20.19 feet) an arc distance of 20.22 feet to an IR Set for the end of said curve;
- North 01 deg. 08 min. 22 sec. West a distance of 33.31 feet to an IR Set for the beginning of a curve to the right;
- In a northeasterly direction along said curve to the right (said curve having a Central Angle of 9 deg. 57 min. 08 sec., a Radius of 75.00 feet, and a Chord which bears North

beginning of a curve to the right;

- In a northeasterly direction along said curve to the right (said curve having a Central Angle of 14 deg. 40 min. 12 sec., a Radius of 75.00 feet, and a Chord which bears North 16 deg. 08 min. 51 sec. East - 19.15 feet) an arc distance of 19.20 feet to an IR Set for the end of said curve;

- North 23 deg. 28 min. 57 sec. East a distance of 17.11 feet to an IR Set for the beginning of a curve to the left;

- In a northeasterly direction along said curve to the left (said curve having a Central Angle of 22 deg. 42 min. 42 sec., a Radius of 227.74 feet, and a Chord which bears North 12 deg. 03 min. 27 sec. East - 89.68 feet) an arc distance of 90.27 feet to an IR Set at the southwest corner of Lot 15, Block 13, as shown on the plat of said Section Two-A;

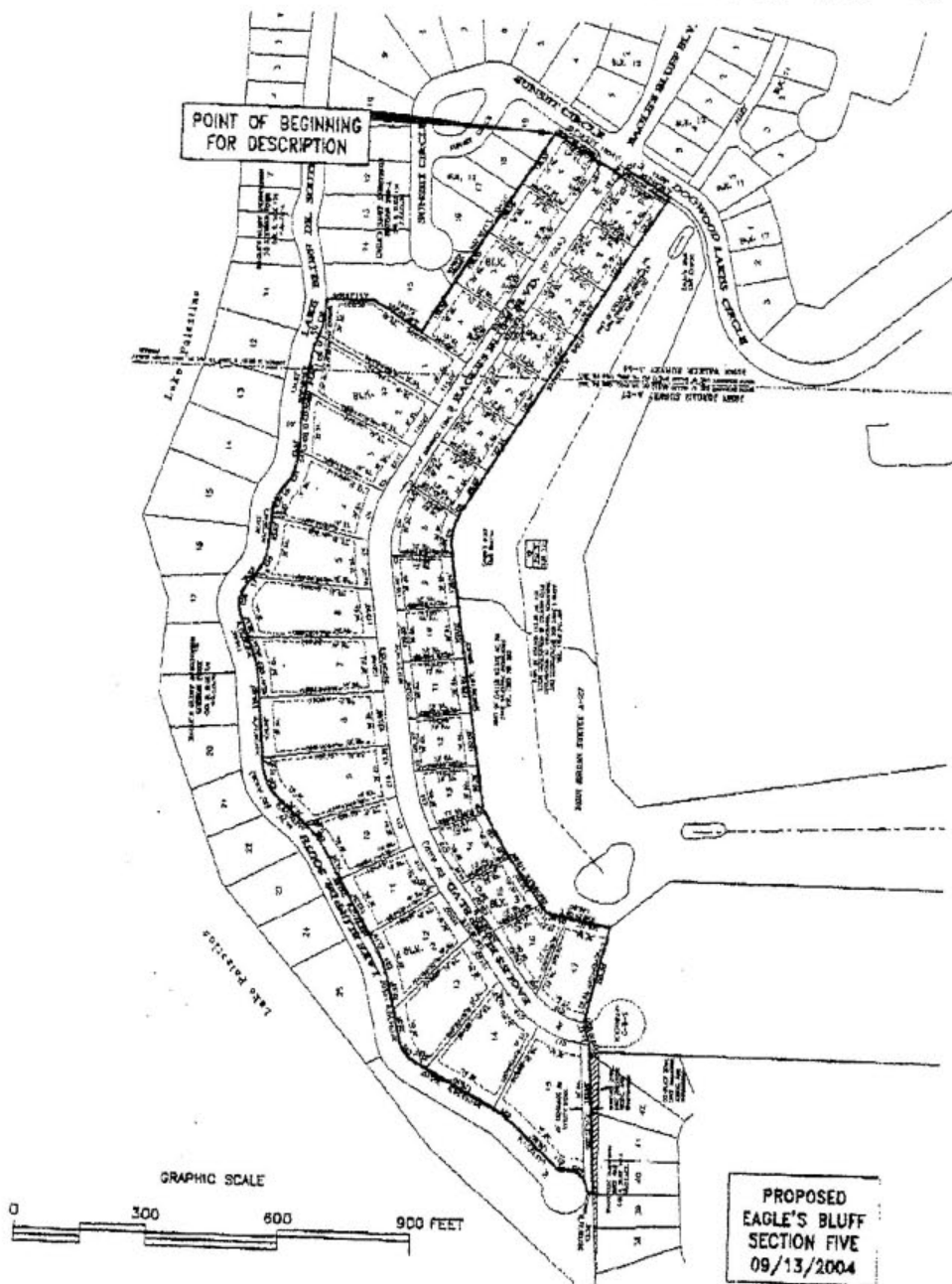
THENCE North 88 deg. 57 min. 35 sec. East a distance of 106.50 feet with the south line of said Lot 15 to an IR Set for corner;

THENCE South 57 deg. 49 min. 39 sec. East a distance of 129.72 feet, continuing with the south line of said Lot 15, to an IR Set for corner;

THENCE North 32 deg. 10 min. 21 sec. East a distance of 554.21 feet with the east line of said Block 13 to the Place of Beginning containing 22.77 acres of land.



Barry Scarscrough
09/13/2004



FILED AND RECORDED
OFFICIAL PUBLIC RECORDS
On: Oct 19, 2004 at 04:220

Document Number: 00531946
Honorable Laverne Lusk
County Clerk
By: Kristi Halley, Deputy
Cherokee County

SIGNER OF RECORD
I hereby certify that this instrument was
filed on the date and time stamped hereon by me
and was duly recorded in the volume and page
of the record records of:
Cherokee County
as stamped hereon by me.

Oct 19, 2004

Honorable Laverne Lusk, County Clerk
Cherokee County