

Zoning Case No. C14-2012-0100RC

RESTRICTIVE COVENANT

OWNER: Woodland I-35, L.P., a Texas limited partnership

ADDRESS: 4330 Gaines Ranch Loop, Suite 150, Austin, Texas 78735

CONSIDERATION: Ten and No/100 Dollars (\$10.00) and other good and valuable consideration paid by the City of Austin to the Owner, the receipt and sufficiency of which is acknowledged.

PROPERTY: 1.46 acre tract of land out of the Santiago Del Valle Grant, said 1.46 acre tract of land being more particularly described by metes and bounds in Exhibit "A" attached and incorporated into this covenant.

WHEREAS, the Owner (the "Owner", whether one or more), of the Property and the City of Austin have agreed that the Property should be impressed with certain covenants and restrictions;

NOW, THEREFORE, it is declared that the Owner of the Property, for the consideration, shall hold, sell and convey the Property, subject to the following covenants and restrictions impressed upon the Property by this restrictive covenant ("Agreement"). These covenants and restrictions shall run with the land, and shall be binding on the Owner of the Property, its heirs, successors, and assigns.

1. Hours of operation for a business located on the Property are limited to the hours of 6:00 a.m. to 10:00 p.m. Sunday through Saturday, inclusive.
2. Live outdoor amplified music or exterior speakers are prohibited on the Property, including as a temporary use.
3. If any person or entity shall violate or attempt to violate this Agreement, it shall be lawful for the City of Austin to prosecute proceedings at law or in equity against such person or entity violating or attempting to violate such Agreement, to prevent the person or entity from such actions, and to collect damages for such actions.
4. If any part of this Agreement is declared invalid, by judgment or court order, the same shall in no way affect any of the other provisions of this Agreement, and such remaining portion of this Agreement shall remain in full effect.

5. If at any time the City of Austin fails to enforce this Agreement, whether or not any violations of it are known, such failure shall not constitute a waiver or estoppel of the right to enforce it.
6. This Agreement may be modified, amended, or terminated only by joint action of both (a) a majority of the members of the City Council of the City of Austin, and (b) by the owner(s) of the Property, or a portion of the Property, subject to the modification, amendment or termination at the time of such modification, amendment or termination.

EXECUTED this the _____ day of _____, 2013.

OWNER:

WOODLAND I-35, L.P.,
a Texas limited partnership

By: 2002 R.E. G.P., Inc.,
a Texas corporation,
its sole general partner

By: _____
William K. Reagan, II
Executive Vice President

APPROVED AS TO FORM:

Assistant City Attorney
City of Austin

THE STATE OF TEXAS §

COUNTY OF TRAVIS §

This instrument was acknowledged before me on this the ____ day of _____, 2013, by William K. Reagan, II, Executive Vice President of 2002 R.E. G.P., Inc., a Texas corporation, general partner of Woodland I-35, L.P., a Texas limited partnership, on behalf of said partnership.

Notary Public, State of Texas

**FIELD NOTES
ZONING FOR 1.465-ACRE TRACT**

LEGAL DESCRIPTION FOR 1.465 ACRE OF LAND OUT OF THE SANTIAGO DEL VALLE GRANT, CITY OF AUSTIN, TRAVIS COUNTY, TEXAS; BEING A PORTION OF A 2.30-ACRE TRACT OF LAND AS CONVEYED TO WOODLAND I-35, L.P. BY SPECIAL WARRANTY DEED RECORDED IN DOCUMENT NO. 2004107028 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS; SAID 1.465-ACRE OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a ½" iron rod found at the intersection of the west right-of-way line of Interstate Highway No. 35 and the north right-of-way line of Woodland Avenue, said iron rod found also being the southeast corner of the above described Woodland I-35, LP 2.30-acre tract, for the southeast corner and POINT OF BEGINNING of the herein described tract;

THENCE, with the north right-of-way line of said Woodland Avenue, N62°40'13"W a distance of 171.21 feet to a calculated point for the southwest corner of this tract, from which a ½" iron rod found bears N62°40'13"W a distance of 62.31 feet;

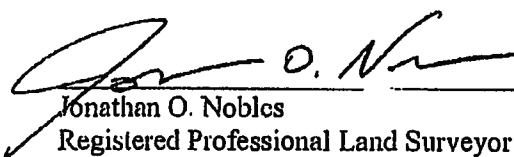
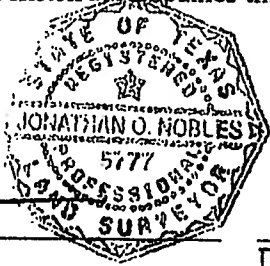
THENCE N27°41'23"E a distance of 367.43 feet to a calculated point on the north line of said Woodland I-35, LP 2.30-acre tract, from which a 1" iron pipe found bears N62°43'34"W a distance of 100.00 feet;

THENCE, with the north line of said Woodland I-35, LP 2.30-acre tract S62°43'34"E a distance of 191.31 feet to a 1" iron pipe found on the west right-of-way line of said Interstate Highway No. 35 at the northeast corner of said Woodland I-35, LP 2.30-acre tract, for the northeast corner of this tract;

THENCE, with the west right-of-way line of said Interstate Highway No. 35, S35°26'00"W a distance of 189.04 feet to a 5/8" iron rod found at an angle point;

THENCE, continuing with the west right-of-way line of said Interstate Highway No. 35, S25°58'58"W a distance of 180.51 feet to the POINT OF BEGINNING, and containing 1.465 acres (63,813 square feet) of land, more or less.

I HEREBY CERTIFY that these notes were prepared by Terra Firma Land Surveying from a survey made on the ground on July 26, 2012 and are true and correct to the best of my knowledge. This document was prepared under 22 TAC §663.21 and is not to be used to convey or establish interests in real property except those rights and interests implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared. A sketch accompanies this description.

  7/30/2012
Jonathan O. Nobles
Registered Professional Land Surveyor No. 5777 Date

Client: Reagan National Advertising of Austin, Inc.
Date: July 30, 2012
Job No.: 0A455-063-00
FB: 633/52
File: J:\Projects\A455...\A455-063...\Survey\Legal\A455-063 Zoning-FN.doc

SCALE 1" = 100'

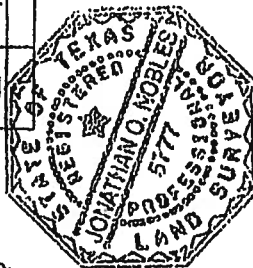
LEGEND

- 1" IRON PIPE FOUND
 1 1/2" IRON ROD FOUND
 (UNLESS NOTED)
 BOAT SPIKE FOUND
 CALCULATED POINT
 RECORD INFORMATION

BEARING BASIS NOTE:

HORIZONTAL DATUM BASED ON THE TEXAS
STATE PLANE COORDINATE SYSTEM, NAD 83,
TEXAS CENTRAL ZONE. COORDINATES AND
DISTANCES SHOWN ARE SURFACE VALUES.

LINE TABLE		
LINE	BEARING	DISTANCE
L1	N 61°59'41" W	14.29'
	(N 59°27' W)	(14.28')
L2	N 09°34'58" E	75.33'
	(N 1016' E)	(75.71')

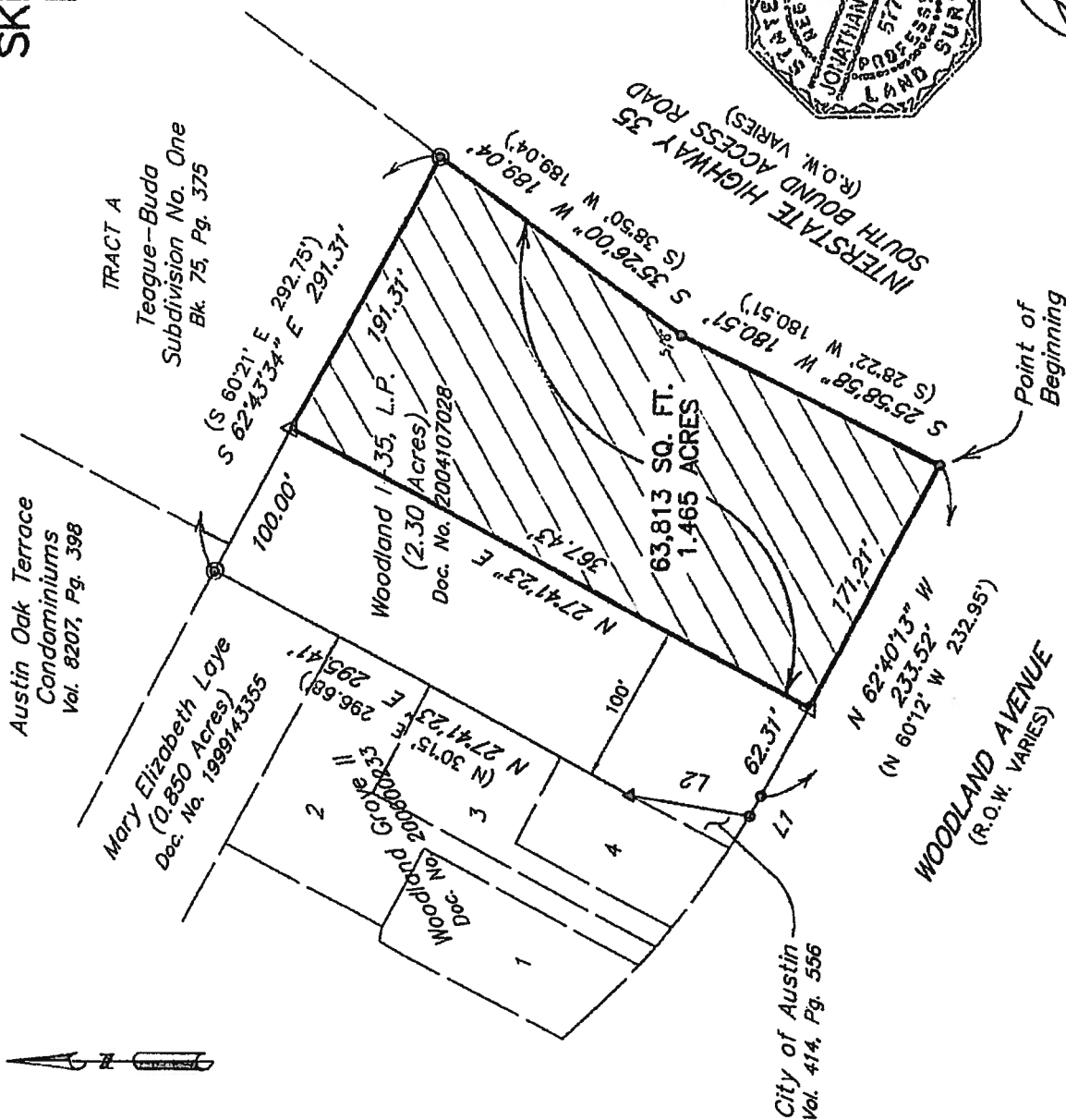


Don O. Nelson 7/30/2012

Letter

LAND SURVEYING

701 Directors Boulevard, Suite 600 Austin, Texas 78744 512/328-8173 Fax 512/443-2108



Client	: Reagan National Advertising of Austin, Inc.
Date	: July 30, 2012
Office	: C. Cragar, C. Nobles, M. Conroy
Est	: R. Meyer, D. Smith, S. Berger, B. Rigby
Over	: 626/23
Job	: 0A455-063-001.551
No	: +/Project/VMS/VMS-063/Survey/Dug F
Desk	: +/Project/VMS/VMS-063/Survey/Point F

After Recording, Please Return to:
City of Austin
Law Department
P. O. Box 1088
Austin, Texas 78767
Attention: J. Collins, Paralegal