

**FIRST AMENDMENT TO RESTRICTIVE COVENANT  
FOR ZONING CASE NO. C14-04-0004.002(RCA)**

Owner: Midtown Commons Office Center, LLC, a Delaware limited liability company; Midtown Commons I Apartment Community, LLC, a Delaware limited liability company; and Midtown Commons II Apartment Community, LLC, a Delaware limited liability company

Address: 1209 Orange Street, Wilmington, New Castle County, Delaware 19801

City: The City of Austin, a home-rule city, municipal corporation and political subdivision of the State of Texas, in Travis County, Texas.

City Council: The City Council of the City of Austin

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

WHEREAS, Huntsman Petrochemical Corporation, a Delaware corporation, entered into that certain Restrictive Covenant, dated as of March 31, 2004, and recorded in the Official Public Records of Travis County, Texas, on April 27, 2004, as Document Number 2004078288 (the "Restrictive Covenant") as part of City of Austin Zoning Case Number C14-04-0004;

WHEREAS, the Restrictive Covenant encumbers real property, consisting of an 11.499 acre tract, a 31.887 acre tract, and platted lots more particularly described in the Restrictive Covenant (the "Property");

WHEREAS, the Restrictive Covenant provides it can be modified, amended, or terminated by joint action of both (a) a majority of the members of the City Council, and (b) the Owner of the Property at the time of such modification, amendment or termination;

WHEREAS, Midtown Commons Office Center, LLC, a Delaware limited liability company; Midtown Commons I Apartment Community, LLC, a Delaware limited liability company; and Midtown Commons II Apartment Community, LLC, a Delaware limited liability company are the current Owners of a portion of the Property on the date of this First Amendment to Restrictive Covenant ("Amendment") and desire to amend the Restrictive Covenant to release a portion of the Property more particularly described on Exhibit "A" attached hereto and made a part hereof (the "Released Property");

WHEREAS, the City Council agrees the Restrictive Covenant should be amended to release the Released Property.

NOW, THEREFORE, for and in consideration of the premises and mutual promises, covenants, and agreement hereinafter set forth, the City and the Owner agree as follows:

1. The Restrictive Covenant is amended as of the date hereof to release the Released Property from the terms and provisions of the Restrictive Covenant.
2. Except as expressly provided for in this Amendment, each and every one of the terms, conditions, and provisions of the Restrictive Covenant, as set forth in the Restrictive Covenant, shall continue in full force and effect on and after the effective date of this Amendment.
3. The City Manager, or his designee, shall execute on behalf of the City, this Amendment as authorized by the City Council of the City of Austin. The Amendment shall be filed in the Official Public Records of Travis County, Texas.

EXECUTED to be effective the \_\_\_\_\_ day of \_\_\_\_\_, 2015.

**OWNERS:**

Midtown Commons Office Center, LLC, a Delaware limited liability company

By: MIG Apartment Properties I, LLC, a Delaware limited liability company, its Member

By: MIG Real Estate, LLC, its Manager

By: \_\_\_\_\_  
Greg Merga, CEO

Midtown Commons I Apartment Community, LLC, a Delaware limited liability company

By: MIG Apartment Properties I, LLC, a Delaware limited liability company, its Member

By: MIG Real Estate, LLC, its Manager

By: \_\_\_\_\_  
Greg Merga, CEO

Midtown Commons II Apartment Community, LLC, a Delaware limited liability company

By: MIG Apartment Properties I, LLC, a Delaware limited liability company, its Member

By: MIG Real Estate, LLC, its Manager

By: \_\_\_\_\_  
Greg Merga, CEO

**CITY OF AUSTIN:**

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

SUE EDWARDS,  
Assistant City Manager,  
City of Austin

**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 \_\_\_\_\_, 2015, by

\_\_\_\_\_  
Notary Public, State of Texas

**THE STATE OF TEXAS**           §  
   §  
**COUNTY OF TRAVIS**           §

      This instrument was acknowledged before me on this the \_\_\_\_\_ day of \_\_\_\_\_, 2015, by Sue Edwards, as Assistant City Manager of the City of Austin, a municipal corporation, on behalf of said municipal corporation.

\_\_\_\_\_  
Notary Public, State of Texas

**AFTER RECORDING RETURN TO:**

City of Austin Law Department  
P.O. Box 1088  
Austin, Texas 78767-1088  
Attn: M. Thompson, Paralegal

**Exhibit “A”**

Lots 1A, 1B, and 1C, Resubdivision of Lot 1 Crestview Station, a subdivision in Travis County, Texas, according to the map or plat thereof, recorded under Document No. 201200005 of the Official Public Records of Travis County, Texas.

Lot 2, Crestview Station, a subdivision in Travis County, Texas, according to the map or plat thereof, recorded under Document No. 200700309 of the Official Public Records of Travis County, Texas; SAVE AND EXCEPT that portion conveyed to the City of Austin by Dedication Deed recorded under Document No. 2012057146 of the Official Public Records of Travis County, Texas.

Lot 3, Crestview Station, a subdivision in Travis County, Texas, according to the map or plat thereof, recorded under Document No. 200700309 of the Official Public Records of Travis County, Texas.