

504-95-1376

*Amended*

R529719

08/15/95 300011694 R 529719

421.00

SUPPLEMENTAL DECLARATION

This Supplemental Declaration is executed this 10<sup>th</sup> day of AUGUST, 1995, by WOODWIND LAKES PARTNERS #3, LTD., a Texas Limited Partnership, acting herein by and through its Sole General Partner, MAPANI, INC., a Texas Corporation, acting herein by and through its duly authorized officers (hereafter called "Declarant") and WEEKLEY HOMES, INC., a Delaware Corporation, acting herein by and through its duly authorized officers, and CENTENNIAL HOMES, INC., a Texas Corporation, acting herein by and through its duly authorized officers (hereafter collectively called "Owners").

W I T N E S S E T H:

WHEREAS, WOODWIND LAKES PARTNERSHIP, a Texas Joint Venture, acting therein by and through its duly authorized Managing Venturer, ACTINGTON COMPANY, a Texas Corporation, acting therein by and through its duly authorized officers (hereafter called "Former-Declarant") heretofore caused to be filed for record documents called Declaration of Covenants, Conditions and Restrictions for WOODWIND LAKES, SECTION ONE (1), by instrument dated May 20, 1992 filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531 (hereafter called the "Declaration"), covering the following described property, to-wit:

*21/5*

*(3) Per*

All of WOODWIND LAKES, SECTION ONE (1), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 352087 of the Map Records of Harris County, Texas, and

*D*

WHEREAS, subsequent thereto Former Declarant and Owners caused to be filed for record by instrument duly filed of record in the Office of the County Clerk of Harris County, Texas, a Supplemental Declaration whereby Former Declarant annexed and made the following described property subject to and thereafter to be governed by the above described Restrictive Covenants, such annexed property being described as follows, to-wit:

All of WOODWIND LAKES, SECTION TWO (2), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 357131 of the Map Records of Harris County, Texas; and

*Per*

504-95-1377

WHEREAS, by instrument styled Assignment of Right to Annex Additional Property of even date herewith, Former Declarant assigned to Declarant the right to annex and make subject to the above described Restrictive Covenants the following described property, to-wit:

All of WOODWIND LAKES, SECTION THREE (3), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 365074 of the Map Records of Harris County, Texas;

a copy of which said Assignment is attached hereto as Exhibit "A", reference to which is here made for all purposes; and

WHEREAS, such Declaration and the Assignment attached hereto as Exhibit "A" authorize Declarant to annex additional property and subject such annexed property to the provisions of the Declaration; and

WHEREAS, Declarant is the owner of the following described property, to-wit:

All of WOODWIND LAKES, SECTION THREE (3), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 365074 of the Map Records of Harris County, Texas, SAVE AND EXCEPT certain lots owned by Owners, and

WHEREAS, Owners own all of the lots in WOODWIND LAKES, SECTION THREE (3) not owned by Declarant.

WHEREAS, pursuant to Article XI of the Declaration, Declarant desires to annex the last above described property and subject it to the provisions of the Declaration and to the jurisdiction of the ASSOCIATION OF WOODWIND LAKES HOMEOWNERS, INC., a Texas Non-Profit Corporation.

NOW, THEREFORE, the undersigned Declarant hereby declares as follows:

1. The undersigned Declarant, being WOODWIND LAKES PARTNERS #3, LTD., a Texas Limited Partnership, acting herein by and through its duly authorized Sole General Partner, MAPANI, INC., a Texas Corporation, acting herein by and through its duly authorized officers, is the owner of the property being annexed, SAVE AND EXCEPT those lots owned by Owners and Owners own all of the lots SAVE AND EXCEPT those owned by Declarant.

2. The property being annexed consists of all of WOODWIND LAKES, SECTION THREE (3), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 365074 of the Map Records of Harris County, Texas. WOODWIND LAKES, SECTION THREE (3), consists of one hundred sixty-seven (167) lots which are to be used for construction of living units and related improvements, as well as Restricted Reserves "A", "B", "C" and "D",

and in addition includes within its perimeters the following streets that have been dedicated to the public for street right-of-way use and/or utility facility purposes as follows:

Ivan Reid (a continuation of an existing street), Andante Drive (a continuation of an existing street), Allegro Drive (a continuation of an existing street), Golden Chord Circle, Adagio Avenue, Serenade Lane, Toccata Boulevard, Percussion Place, Concerto Circle, Prelude Court, Crescendo Court, Cadenza Court, and Allegro Court.

3. By execution hereof, Declarant hereby grants and/or reserves those rights and easements of the owners in and to common properties and facilities as set forth in the original Declaration and which may be created hereafter with respect to Restricted Reserves "A", "B", "C" and "D".

4. Declarant declares that WOODWIND LAKES, SECTION THREE (3) is being added or annexed in accordance with and subject to the provisions of the Declaration filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531 and further declares that WOODWIND LAKES, SECTION THREE (3) shall be developed, held, used, sold and conveyed in accordance with and subject to provisions of the Declaration filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531.

5. Declarant further declares that all the provisions of the Declaration filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531 shall apply to WOODWIND LAKES, SECTION THREE (3) with the same force and effect as if WOODWIND LAKES, SECTION THREE (3) were originally included in the Declaration filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531 as part of the initial property.

6. Declarant further declares that a vendor's lien is herein reserved in favor of ASSOCIATION OF WOODWIND LAKES HOMEOWNERS, INC., a Texas Non-Profit Corporation, in the same manner as is set forth in the Declaration filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531 to secure collection of the assessments set forth in such Declaration which are hereby adopted for WOODWIND LAKES, SECTION THREE (3).

7. Owners join in the execution hereof to subject all lots owned by Owners to the provisions of the Supplemental Declaration and to evidence their agreement to be bound hereby.

IN WITNESS WHEREOF, this Supplemental Declaration is executed this 10<sup>th</sup> day of AUGUST, 1995.

DECLARANT:

WOODWIND LAKES PARTNERS #3, LTD.,  
a Texas Limited Partnership

BY: MAPANI, INC., a Texas Corporation  
Sole General Partner

By: [Signature]  
Name: ANTONIA BALESCA  
Title: VICEPRESIDENT

(4)  
20

504-95-1379

OWNERS:

WEEKLEY HOMES, INC., a Delaware Corporation

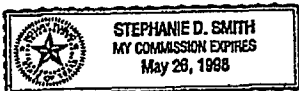
By: Michael E. Feigin  
Name: MICHAEL E. FEIGIN  
Title: DIVISION PRESIDENT

CENTENNIAL HOMES, INC., a Texas Corporation

By: Tim McCorasle  
Name: TIM MCCORASLE  
Title: Asst. V.P. - Area Mgr.

THE STATE OF TEXAS §  
                                  §  
COUNTY OF HARRIS §

This instrument was acknowledged before me on this 10<sup>th</sup> day of August, 1995, by ANTONIO BALLESCA, VICE President of MAPANI, INC., a Texas Corporation, as Sole General Partner of WOODWIND LAKES PARTNERS #3, LTD., a Texas Limited Partnership, on behalf of said Corporation and on behalf of said Limited Partnership.



Stephanie D. Smith  
Notary Public in and for the State of TEXAS

Notary's Printed Name and Commission Expiration Date:  
STEPHANIE D. SMITH MAY 26, 1998

THE STATE OF TEXAS §  
                                  §  
COUNTY OF HARRIS §

This instrument was acknowledged before me on this 14<sup>th</sup> day of August, 1995, by Michael E. Feigin, Division President of WEEKLEY HOMES, INC., a Delaware Corporation, on behalf of said Corporation.

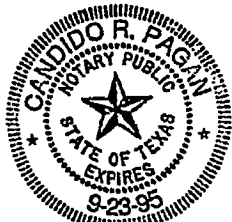


Candido R. Pagan  
Notary Public in and for the State of TEXAS

Notary's Printed Name and Commission Expiration Date:  
Candido R. Pagan 9-23-95

THE STATE OF TEXAS §  
                                  §  
COUNTY OF HARRIS §

This instrument was acknowledged before me on this 10<sup>th</sup> day of August, 1995, by Tim McCorasle, Asst. Vice President of CENTENNIAL HOMES, INC., a Texas Corporation, on behalf of said Corporation.



Candido R. Pagan  
Notary Public in and for the State of TEXAS

Notary's Printed Name and Commission Expiration Date:  
Candido R. Pagan 9-23-95

EXHIBIT "A"

504-95-1380

ASSIGNMENT OF RIGHT TO ANNEX ADDITIONAL PROPERTY

WHEREAS, the undersigned, WOODWIND LAKES PARTNERSHIP, a Texas Joint Venture, acting herein by and through its duly authorized Managing Venturer, ACTINGTON COMPANY, a Texas Corporation, acting herein by and through its duly authorized officers (hereinafter called "Assignor"), caused to be filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531, a document styled Declaration of Covenants, Conditions and Restrictions for WOODWIND LAKES, SECTION ONE (1), said document covering the following described property, to-wit:

All of WOODWIND LAKES, SECTION ONE (1), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 352087 of the Map Records of Harris County, Texas; and

WHEREAS, subsequent thereto by instrument duly filed of record in the Office of the County Clerk of Harris County, Texas, called Supplemental Declaration Assignor annexed and caused the following described property to be made subject to the above described Restrictive Covenants, such annexed property being described as follows, to-wit:

All of WOODWIND LAKES, SECTION TWO (2), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 357131 of the Map Records of Harris County, Texas; and

WHEREAS, the above described Restrictive Covenants under Article XI thereof, and in particular on Page 35 thereof authorizes Assignor to assign its right as Declarant to any transferee or assignee provided such transferee or assignee shall be the developer of at least a portion of the annexable land and shall be expressly designated by Declarant in writing to be successor to all or any part of Declarant's rights hereunder; and

WHEREAS, WOODWIND LAKES PARTNERS #3, LTD., a Texas Limited Partnership (hereinafter called "Assignee"), is the owner of the following described property, to-wit:

All of WOODWIND LAKES, SECTION THREE (3), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 365074 of the Map Records of Harris County, Texas, SAVE AND EXCEPT certain lots owned by



504-95-1382

JOINDER OF LIENHOLDER

The undersigned, SOUTHWEST BANK OF TEXAS, N.A., a National Banking Association, being the owner and holder of a first lien against the property described herein as WOODWIND LAKES, SECTION THREE (3), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 365074 of the Map Records of Harris County, Texas, hereby joins in the execution of this Supplemental Declaration to evidence its agreement hereto and its agreement to be bound hereby. SOUTHWEST BANK OF TEXAS, N.A. further agrees that from and after the date hereof its lien shall be subordinate to all the terms and conditions contained herein.

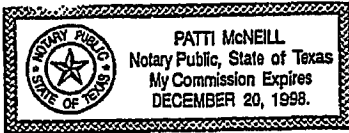
EXECUTED this 14 day of Aug., 1995.

SOUTHWEST BANK OF TEXAS, N.A.;  
a National Banking Association

By: *George M. Marshall*  
Name: GEORGE M. MARSHALL  
Title: VICE PRESIDENT

THE STATE OF TEXAS   §  
                                  §  
COUNTY OF HARRIS   §

This instrument was acknowledged before me on this 14 day of Aug., 1995, by GEORGE M. MARSHALL, VICE President of SOUTHWEST BANK OF TEXAS, N.A., a National Banking Association, on behalf of said Association.



*Patti McNeill*  
Notary Public in and for the  
State of TEXAS

Notary's Printed Name and  
Commission Expiration Date:

12-20-98

RETURN TO: KENT SHELL  
LAKELAND DEVELOPMENT COMPANY  
334 RICHMOND AVE  
SUITE 305  
HO, TX 77098

95 AUG 15 PM 2:05  
FILED  
County Clerk  
HARRIS COUNTY, TEXAS  
*Bonnie L. Keyser*

504-95-1383

ANY PROVISION HEREIN WHICH RESTRICTS THE SALE, REDEMPTION OR LIEN OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLETS OR TAXES IN WAIVER AND UNENFORCEABLE UNDER FEDERAL LAW  
THE STATE OF TEXAS  
COUNTY OF HARRIS

I hereby certify that this instrument was FILED in File Number  
Sequence on the date and at the time stipulated herein by me, and was  
duly RECORDED, in the Official Public Records of Real Property of  
Harris County, Texas on

AUG 15 1995



*Beverly B. Zimmerman*  
COUNTY CLERK  
HARRIS COUNTY TEXAS

211-82-1 85

PRIORITY TITLE  
Annell James

P768532

093-70-2424

*Annex*

SUPPLEMENTAL DECLARATION

03/25/94 00083116 P768532 \$ 14.00

This Supplemental Declaration is executed this 24<sup>th</sup> day of March, 1994, by WOODWIND LAKES PARTNERSHIP, a Texas Joint Venture, acting herein by and through its duly authorized Managing Venturer, ACTINGTON COMPANY, a Texas Corporation, acting herein by and through its duly authorized officers (hereafter called "Declarant") and WEEKLEY HOMES, INC., a Delaware Corporation, acting herein by and through its duly authorized officers, and CENTENNIAL HOMES, INC., a Texas Corporation, acting herein by and through its duly authorized officers (hereafter collectively called "Owners").

W I T N E S S E T H:

Declarant heretofore caused to be filed for record documents called Declaration of Covenants, Conditions and Restrictions for WOODWIND LAKES, SECTION ONE (1), by instrument dated May 20, 1992 filed for record under Harris County Clerk's File No. N-679732, covering the following described property, to-wit:

All of WOODWIND LAKES, SECTION ONE (1), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 352087 of the Map Records of Harris County, Texas, and

WHEREAS, such Declaration authorizes Declarant to annex additional property and subject such annexed property to the provisions of the Declaration, and

WHEREAS, Declarant is the owner of the following described property, to-wit:

All of WOODWIND LAKES, SECTION TWO (2), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 357131 of the Map Records of Harris County, Texas, SAVE AND EXCEPT certain lots owned by Owners, and

WHEREAS, Owners own all of the lots in WOODWIND LAKES, SECTION TWO (2) not owned by Declarant.

WHEREAS, pursuant to Article XI of the Declaration, Declarant desires to annex the last above described property and subject it to the provisions of the Declaration and to the jurisdiction of the

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/

*lew*

093-70-2425

ASSOCIATION OF WOODWIND LAKES HOMEOWNERS, INC., a Texas Non-Profit Corporation.

NOW, THEREFORE, the undersigned Declarant hereby declares as follows:

1. The undersigned Declarant, being WOODWIND LAKES PARTNERSHIP, a Texas Joint Venture, acting herein by and through its duly authorized Managing Venturer, ACTINGTON COMPANY, a Texas Corporation, acting herein by and through its duly authorized officers, is the owner of the property being annexed, SAVE AND EXCEPT those lots owned by Owners and Owners own all of the lots SAVE AND EXCEPT those owned by Declarant.

2. The property being annexed consists of all of WOODWIND LAKES, SECTION TWO (2), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 357131 of the Map Records of Harris County, Texas. WOODWIND LAKES, SECTION TWO (2), consists of 132 lots which are to be used for construction of living units and related improvements, as well as Restricted Reserves "A", "B" and "C", and in addition includes within its perimeters the following streets that have been dedicated to the public for street right-of-way use and/or utility facility purposes as follows:

Andante Drive, Opus Court, Alegro Drive, Rhapsody Lane, Melody Circle, Rolling Rock Street (a continuation of an existing street), Woodwind Lakes Drive (a continuation of an existing street) and Waynemer Drive.

3. By execution hereof, Declarant hereby grants and/or reserves those rights and easements of the owners in and to common properties and facilities as set forth in the original Declaration and which may be created hereafter with respect to Restricted Reserves "A", "B" and "C".

4. Declarant declares that WOODWIND LAKES, SECTION TWO (2) is being added or annexed in accordance with and subject to the provisions of the Declaration filed for record under Harris County Clerk's File No. N-679732 and further declares that WOODWIND LAKES, SECTION TWO (2) shall be developed, held, used, sold and conveyed in accordance with and subject to provisions of the Declaration filed for record under Harris County Clerk's File No. N-679732.

5. Declarant further declares that all the provisions of the Declaration filed for record under Harris County Clerk's File No. N-679732 shall apply to WOODWIND LAKES, SECTION TWO (2) with the same force and effect as if WOODWIND LAKES, SECTION TWO (2) were originally included in the Declaration filed for record under Harris County Clerk's File No. N-679732 as part of the initial property.

6. Declarant further declares that a vendor's lien is herein reserved in favor of WOODWIND LAKES PARTNERSHIP, a Texas Joint Venture, acting herein by and through its duly authorized Managing Venturer, ACTINGTON COMPANY, a Texas Corporation, acting herein by and through its duly authorized officers, in the same manner as is set forth in the Declaration filed for record under Harris County Clerk's File No. N-679732 to secure collection of the assessments set forth in such Declaration which are hereby adopted for WOODWIND LAKES, SECTION TWO (2).

7. Owners join in the execution hereof to subject all lots owned by Owners to the provisions of the Supplemental Declaration and to evidence their agreement to be bound hereby.

IN WITNESS WHEREOF, this Supplemental Declaration is executed

093-70-2426

this 24<sup>th</sup> day of March, 1994.

DECLARANT:

WOODWIND LAKES PARTNERSHIP,  
a Texas Joint Venture

(5)  
20

BY: ACTINGTON COMPANY, a Texas  
Corporation, Managing  
Venturer

By: [Signature]  
Name: Candido R. Pagan  
Title: Vice President

OWNERS:

WEEKLEY HOMES, INC., a Delaware  
Corporation

for

By: [Signature]  
Name: John A. Johnson  
Title: Executive Vice President & C.O.O.

CENTENNIAL HOMES, INC., a Texas  
Corporation

By: [Signature]  
Name: Will Holder  
Title: General Manager

THE STATE OF TEXAS §  
§  
COUNTY OF HARRIS §

This instrument was acknowledged before me on this 24<sup>th</sup> day of March, 1994, by Candido R. Pagan Vice President of ACTINGTON COMPANY, a Texas Corporation, as Managing Venturer of WOODWIND LAKES PARTNERSHIP, a Texas Joint Venture, on behalf of said Corporation and on behalf of said Joint Venture.

[Signature]  
Notary Public in and for the  
State of TEXAS

Notary's Printed Name and  
Commission Expiration Date: 11-2-94

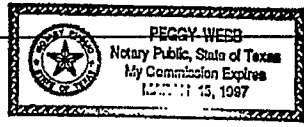
DOROTHY P. STEERE

THE STATE OF TEXAS §  
§  
COUNTY OF HARRIS §

This instrument was acknowledged before me on this 24<sup>th</sup> day of March, 1994, by John A. Johnson, Executive Vice President C.O.O. of WEEKLEY HOMES, INC., a Delaware Corporation, on behalf of said Corporation.

[Signature]  
Notary Public in and for the  
State of TEXAS

Notary's Printed Name and  
Commission Expiration Date:



093-70-2428

JOINDER OF LIENHOLDER

The undersigned, SOUTHWEST BANK OF TEXAS, N.A., a National Banking Association, being the owner and holder of a first lien against the property described herein as WOODWIND LAKES, SECTION TWO (2), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 357131 of the Map Records of Harris County, Texas, hereby joins in the execution of this Supplemental Declaration to evidence its agreement hereto and its agreement to be bound hereby. SOUTHWEST BANK OF TEXAS, N.A. further agrees that from and after the date hereof its lien shall be subordinate to all the terms and conditions contained herein.

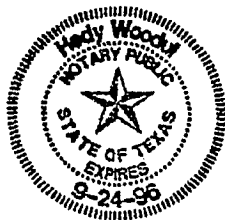
EXECUTED this 24<sup>th</sup> day of March, 1994.

SOUTHWEST BANK OF TEXAS, N.A.,  
a National Banking Association

By: [Signature]  
Name: George M. Marschall  
Title: Vice President

THE STATE OF TEXAS §  
  §  
COUNTY OF HARRIS §

This instrument was acknowledged before me on this 24 day of March, 1994, by George Marshall, Vice President of SOUTHWEST BANK OF TEXAS, N.A., a National Banking Association, on behalf of said Association.



[Signature]  
Notary Public in and for the  
State of TEXAS

Notary's Printed Name and  
Commission Expiration Date:

Hedy Woodul      9-24-96

COUNTY CLERK  
HARRIS COUNTY, TEXAS

94 MAR 25 AM 10: 08

FILED

ANY PROVISION HEREIN WHICH RESTRICTS THE SALE, RENTAL, OR USE OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW  
THE STATE OF TEXAS  
COUNTY OF HARRIS  
I hereby certify that this instrument was FILED in File Number Sequence on the date and at the time stamped hereon by me; and was duly RECORDED, in the Official Public Records of Real Property of Harris County, Texas on

MAR 25 1994



[Signature]  
COUNTY CLERK  
HARRIS COUNTY TEXAS

5

RECORDER'S MEMORANDUM  
ALL BLACKOUTS, ADDITIONS AND CHANGES  
WERE PRESENT AT THE TIME THE INSTRUMENT  
WAS FILED AND RECORDED.

Return to:  
Priority Title  
2200 West 100<sup>th</sup> South  
Houston, TX 77027



R622640

505-73-2136

10/13/95 300022400 R 622640

\$21.00

SUPPLEMENTAL DECLARATION

*Amc*

This Supplemental Declaration is executed this 5<sup>th</sup> day of October, 1995, by WOODWIND LAKES PARTNERS #4, LTD., a Texas Limited Partnership, acting herein by and through its Sole General Partner, MAPANI, INC., a Texas Corporation, acting herein by and through its duly authorized officers (hereafter called "Declarant").

W I T N E S S E T H:

*21*

WHEREAS, WOODWIND LAKES PARTNERSHIP, a Texas Joint Venture, acting therein by and through its duly authorized Managing Venturer, ACTINGTON COMPANY, a Texas Corporation, acting therein by and through its duly authorized officers (hereafter called "Former Declarant") heretofore caused to be filed for record documents called Declaration of Covenants, Conditions and Restrictions for WOODWIND LAKES, SECTION ONE (1), by instrument dated May 20, 1992 filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531 (hereafter called the "Declaration"), covering the following described property, to-wit:

All of WOODWIND LAKES, SECTION ONE (1), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 352087 of the Map Records of Harris County, Texas, and *D*

WHEREAS, subsequent thereto Former Declarant and WEEKLEY HOMES, INC., a Delaware Corporation, and CENTENNIAL HOMES, INC., a Texas Corporation (hereafter collectively called "Owners"), caused to be filed for record by instrument duly filed of record in the Office of the County Clerk of Harris County, Texas, a Supplemental Declaration whereby Former Declarant annexed and made the following described property subject to and thereafter to be governed by the above described Restrictive Covenants, such annexed property being described as follows, to-wit:

All of WOODWIND LAKES, SECTION TWO (2), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 357131 of the Map Records of Harris County, Texas; and

WHEREAS, by instrument styled Assignment of Right to Annex Additional Property, Former Declarant assigned to WOODWIND LAKES PARTNERS #3, LTD., a Texas Limited Partnership, the right to annex and make subject to the above described Restrictive Covenants the following described property, to-wit:

All of WOODWIND LAKES, SECTION THREE (3), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 365074 of the Map Records of Harris County, Texas; and

WHEREAS, subsequent thereto WOODWIND LAKES PARTNERS #3, LTD., a Texas Limited Partnership, caused to be filed for record by instrument duly filed of record in the Office of the County Clerk of Harris County, Texas, a Supplemental Declaration whereby WOODWIND LAKES PARTNERS #3, LTD., a Texas Limited Partnership, annexed and made the last above described property subject to and thereafter to be governed by the above described Restrictive Covenants; and

WHEREAS, by instrument styled Assignment of Right to Annex Additional Property of even date herewith, Former Declarant assigned to Declarant the right to annex and make subject to the above described Restrictive Covenants the following described property, to-wit:

All of WOODWIND LAKES, SECTION FOUR (4), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 371011 of the Map Records of Harris County, Texas;

a copy of which said Assignment is attached hereto as Exhibit "A", reference to which is here made for all purposes; and

WHEREAS, such Declaration and the Assignment attached hereto as Exhibit "A" authorize Declarant to annex additional property and subject such annexed property to the provisions of the Declaration; and

WHEREAS, Declarant is the owner of the following described property, to-wit:

All of WOODWIND LAKES, SECTION FOUR (4), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 371011 of the Map Records of Harris County, Texas, and

WHEREAS, pursuant to Article XI of the Declaration, Declarant desires to annex the last above described property and subject it

to the provisions of the Declaration and to the jurisdiction of the ASSOCIATION OF WOODWIND LAKES HOMEOWNERS, INC., a Texas Non-Profit Corporation.

NOW, THEREFORE, the undersigned Declarant hereby declares as follows:

1. The undersigned Declarant, being WOODWIND LAKES PARTNERS #4, LTD., a Texas Limited Partnership, acting herein by and through its duly authorized Sole General Partner, MAPANI, INC., a Texas Corporation, acting herein by and through its duly authorized officers, is the owner of the property being annexed. lll

2. The property being annexed consists of all of WOODWIND LAKES, SECTION FOUR (4), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 371011 of the Map Records of Harris County, Texas. WOODWIND LAKES, SECTION FOUR (4), consists of one hundred eighty-two (182) lots which are to be used for construction of living units and related improvements, as well as Restricted Reserves "A", "B", "C", "D" and "E", and in addition includes within its perimeters the following streets that have been dedicated to the public for street right-of-way use and/or utility facility purposes as follows:

Cantata Court, Woodwind Boulevard, Rhythm Lane, Adagio Lane, Chorale Way, Chorale Court, Sinfonia Drive, Oratorio Court, Clarion Way, Sonority Boulevard, Rondo Court and Musical Court.

3. By execution hereof, Declarant hereby grants and/or reserves those rights and easements of the owners in and to common properties and facilities as set forth in the original Declaration and which may be created hereafter with respect to Restricted Reserves "A", "B", "C", "D" and "E".

4. Declarant declares that WOODWIND LAKES, SECTION FOUR (4) is being added or annexed in accordance with and subject to the provisions of the Declaration filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531 and further declares that WOODWIND LAKES, SECTION FOUR (4) shall be developed, held, used, sold and conveyed in accordance with and subject to provisions of the Declaration filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531.

5. Declarant further declares that all the provisions of the Declaration filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531 shall apply to WOODWIND LAKES, SECTION FOUR (4) with the same force and effect as if WOODWIND LAKES, SECTION FOUR (4) were originally included in the Declaration filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531 as part of the initial property.

6. Declarant further declares that a vendor's lien is herein reserved in favor of ASSOCIATION OF WOODWIND LAKES HOMEOWNERS, INC., a Texas Non-Profit Corporation, in the same manner as is set forth in the Declaration filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531 to secure collection of the assessments set forth in such Declaration which are hereby adopted for WOODWIND LAKES, SECTION FOUR (4).



ASSIGNMENT OF RIGHT TO ANNEX ADDITIONAL PROPERTY

WHEREAS, the undersigned, WOODWIND LAKES PARTNERSHIP, a Texas Joint Venture, acting herein by and through its duly authorized Managing Venturer, ACTINGTON COMPANY, a Texas Corporation, acting herein by and through its duly authorized officers (hereinafter called "Assignor"), caused to be filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531, a document styled Declaration of Covenants, Conditions and Restrictions for WOODWIND LAKES, SECTION ONE (1), said document covering the following described property, to-wit:

All of WOODWIND LAKES, SECTION ONE (1), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 352087 of the Map Records of Harris County, Texas; and

WHEREAS, subsequent thereto by instrument duly filed of record in the Office of the County Clerk of Harris County, Texas, called Supplemental Declaration Assignor annexed and caused the following described property to be made subject to the above described Restrictive Covenants, such annexed property being described as follows, to-wit:

All of WOODWIND LAKES, SECTION TWO (2), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 357131 of the Map Records of Harris County, Texas; and

WHEREAS, the above described Restrictive Covenants under Article XI thereof, and in particular on Page 35 thereof authorizes Assignor to assign its right as Declarant to any transferee or assignee provided such transferee or assignee shall be the developer of at least a portion of the annexable land and shall be expressly designated by Declarant in writing to be successor to all or any part of Declarant's rights hereunder; and

WHEREAS, WOODWIND LAKES PARTNERS #4, LTD., a Texas Limited Partnership (hereinafter called "Assignee"), is the owner of the following described property, to-wit:

All of WOODWIND LAKES, SECTION FOUR (4), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 371011 of the Map Records of Harris County, Texas; and

WHEREAS, Assignor desires to assign to Assignee the right to annex the last above described property and to make the last above described property subject to the above described Restrictive Covenants filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531; and

WHEREAS, Assignee desires to accept such assignment.

NOW, THEREFORE, in consideration of the premises and the mutual benefits to accrue to each of the parties hereto by virtue of the premises, the undersigned Assignor hereby assigns and transfers to Assignee the right to annex the last above described property and to make such last above described property subject to and governed by the provisions of those Restrictive Covenants filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531. By execution hereof the undersigned Assignee accepts such assignment.

This Assignment shall be binding on the respective parties hereto, their legal representatives, successors and assigns.

ASSIGNOR:

WOODWIND LAKES PARTNERSHIP,  
a Texas Joint Venture

BY: ACTINGTON COMPANY, a Texas  
Corporation, Managing Venturer

By: [Signature]  
Name: ANTONIO BAUESCA  
Title: VICEPRESIDENT

ASSIGNEE:

WOODWIND LAKES PARTNERS #4, LTD.,  
a Texas Limited Partnership

BY: MAPANI, INC., a Texas Corporation,  
Sole General Partner

By: [Signature]  
Name: ANTONIO BAUESCA  
Title: VICEPRESIDENT

505-73-2142

JOINDER OF LIENHOLDER

The undersigned, SOUTHWEST BANK OF TEXAS, N.A., a National Banking Association, being the owner and holder of a first lien against the property described herein as WOODWIND LAKES, SECTION FOUR (4), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 371011 of the Map Records of Harris County, Texas, hereby joins in the execution of this Supplemental Declaration to evidence its agreement hereto and its agreement to be bound hereby. SOUTHWEST BANK OF TEXAS, N.A. further agrees that from and after the date hereof its lien shall be subordinate to all the terms and conditions contained herein.

EXECUTED this \_\_\_ day of \_\_\_\_\_, 1995.

SOUTHWEST BANK OF TEXAS, N.A.,  
a National Banking Association

By: [Signature]  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

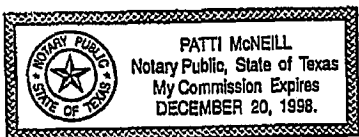
THE STATE OF TEXAS §  
§  
COUNTY OF HARRIS §

This instrument was acknowledged before me on this 10<sup>th</sup> day of Oct., 1995, by George M. Marshall, Vice President of SOUTHWEST BANK OF TEXAS, N.A., a National Banking Association, on behalf of said Association.

Patti McNeill

Notary Public in and for the State of TEXAS

Notary's Printed Name and Commission Expiration Date:



ANY PROVISION HEREIN WHICH RESTRICTS THE SALE, RENTAL OR USE OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW  
THE STATE OF TEXAS  
COUNTY OF HARRIS  
I hereby certify that this instrument was FILED in File Number \_\_\_\_\_ Sequence on the date and at the time stamped hereon by me; and was duly RECORDED, in the Official Public Records of Real Property of Harris County, Texas on

OCT 13 1995



Beverly B. Zimmerman  
COUNTY CLERK  
HARRIS COUNTY, TEXAS

[Signature]  
COUNTY CLERK  
HARRIS COUNTY, TEXAS  
95 OCT 13 PM 3:26  
FILED

R815251

507-40-0740

03/05/96 200141520 R 815251

\$21.00

FIRST AMENDED SUPPLEMENTAL DECLARATION TO  
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS  
FOR WOODWIND LAKES, SECTION FOUR (4)

*Revised*  
This Supplemental Declaration is executed this 15<sup>th</sup> day of March, 1996, by WOODWIND LAKES PARTNERS #4, LTD., a Texas Limited Partnership, acting herein by and through its Sole General Partner, MAPANI, INC., a Texas Corporation, acting herein by and through its duly authorized officers (hereafter called "Declarant").

W I T N E S S E T H:

*21*  
*A*  
WHEREAS, WOODWIND LAKES PARTNERSHIP, a Texas Joint Venture, acting therein by and through its duly authorized Managing Venturer, ACTINGTON COMPANY, a Texas Corporation, acting therein by and through its duly authorized officers (hereafter called "Former Declarant") heretofore caused to be filed for record documents called Declaration of Covenants, Conditions and Restrictions for WOODWIND LAKES, SECTION ONE (1), by instrument dated May 20, 1992 filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531 (hereafter called the "Declaration"), covering the following described property, to-wit:

All of WOODWIND LAKES, SECTION ONE (1), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 352087 of the Map Records of Harris County, Texas, and

WHEREAS, subsequent thereto Former Declarant and WEEKLEY HOMES, INC., a Delaware Corporation, and CENTENNIAL HOMES, INC., a Texas Corporation (hereafter collectively called "Owners"), caused to be filed for record by instrument duly filed of record in the Office of the County Clerk of Harris County, Texas, a Supplemental Declaration whereby Former Declarant annexed and made the following described property subject to and thereafter to be governed by the above described Restrictive Covenants, such annexed property being described as follows, to-wit:

All of WOODWIND LAKES, SECTION TWO (2), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 357131 of the Map Records of Harris County, Texas; and

507-40-0741.

WHEREAS, by instrument styled Assignment of Right to Annex Additional Property, Former Declarant assigned to WOODWIND LAKES PARTNERS #3, LTD., a Texas Limited Partnership, the right to annex and make subject to the above described Restrictive Covenants the following described property, to-wit:

All of WOODWIND LAKES, SECTION THREE (3), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 365074 of the Map Records of Harris County, Texas; and

WHEREAS, subsequent thereto WOODWIND LAKES PARTNERS #3, LTD., a Texas Limited Partnership, caused to be filed for record by instrument duly filed of record in the Office of the County Clerk of Harris County, Texas, a Supplemental Declaration whereby WOODWIND LAKES PARTNERS #3, LTD., a Texas Limited Partnership, annexed and made the last above described property subject to and thereafter to be governed by the above described Restrictive Covenants; and

WHEREAS, by instrument styled Assignment of Right to Annex Additional Property heretofore executed, Former Declarant assigned to Declarant the right to annex and make subject to the above described Restrictive Covenants the following described property, to-wit:

All of WOODWIND LAKES, SECTION FOUR (4), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 371011 of the Map Records of Harris County, Texas; and

WHEREAS, such Declaration and the Assignment heretofore executed authorize Declarant to annex additional property and subject such annexed property to the provisions of the Declaration; and

WHEREAS, Declarant is the owner of the following described property, to-wit:

All of WOODWIND LAKES, SECTION FOUR (4), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 371011 of the Map Records of Harris County, Texas, and

WHEREAS, pursuant to Article XI of the Declaration, Declarant annexed the last above described property and subjected it to the

507-40-0742

provisions of the Declaration and to the jurisdiction of the ASSOCIATION OF WOODWIND LAKES HOMEOWNERS, INC., a Texas Non-Profit Corporation, by instrument filed for record under Harris County Clerk's File No. R-622640; and

WHEREAS, Declarant desires to further amend the Declaration filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531 as supplemented by instrument filed for record under Harris County Clerk's File No. R-622640 in order to change certain provisions thereof solely with respect to WOODWIND LAKES, SECTION FOUR (4), and to add new and additional provisions which likewise will apply only to WOODWIND LAKES, SECTION FOUR (4); and

WHEREAS, WEEKLEY HOMES, INC., a Delaware Corporation, is the owner of certain lots within WOODWIND LAKES, SECTION FOUR (4) and desires to join in the execution of this First Amended Supplemental Declaration To Declaration of Covenants, Conditions and Restrictions for Woodwind Lakes, Section Four (4) and by execution hereof agrees to be bound hereby.

WHEREAS, GREGORY J. HOLUB is the owner of a lot within WOODWIND LAKES, SECTION FOUR (4) and desires to join in the execution of this First Amended Supplemental Declaration To Declaration of Covenants, Conditions and Restrictions for Woodwind Lakes, Section Four (4) and by execution hereof agrees to be bound hereby.

NOW, THEREFORE, the undersigned Declarant hereby declares as follows (which Declarations hereafter stated shall apply only to WOODWIND LAKES, SECTION FOUR (4):

1. The first sentence of Article I, Section 5 of Declaration of Covenants, Conditions and Restrictions for WOODWIND LAKES, SECTION ONE (1) filed for record under Harris County Clerk's File No. N-679732 and refiled under Harris County Clerk's File No. P-768531 is hereby deleted in its entirety and in its place is inserted the following:

"Common Properties" shall mean and refer to all those areas of land within the properties except the platted Lots and Restricted Reserve "C", together with such other land as the Association may, at any time or from time to time, acquire by purchase or otherwise, subject, however, to the easements, limitations, restrictions,

507-40-0743

dedications and reservations applicable thereto by virtue hereof and/or by virtue of the Plats, and/or by virtue of prior grants or dedications by Declarant or Declarant's predecessors in title.

2. There is hereby created a new Article III, Section 12 as follows, to-wit:

Notwithstanding the provisions of this Article III, all Lots in WOODWIND LAKES, SECTION FOUR (4) shall be subject to the same assessments, both regular and special, as may now or hereafter exist for WOODWIND LAKES, SECTIONS ONE (1), TWO (2) and THREE (3), and will likewise be subject to the other terms and conditions contained in this Article III, but in addition thereto, all Lots in WOODWIND LAKES, SECTION FOUR (4) shall be subject to an additional regular assessment in the initial amount of \$50.00 per Lot per year, such additional assessment to be set aside by the Association solely for the purpose of repair, replacement and/or maintenance of the private streets which are located within public utility easements (as long as such streets remain private) and the gated areas which are exclusive to WOODWIND LAKES, SECTION FOUR (4). Said additional regular assessment is subject to change by the Board based on anticipated costs of covered items divided by the number of lots in WOODWIND LAKES, SECTION FOUR (4). Such funds shall be segregated by the Association from the regular assessments for all Sections of WOODWIND LAKES and shall be used solely for the purposes set forth herein. All other provisions of Article III are adopted for WOODWIND LAKES, SECTION FOUR (4) including the obligation to pay regular and special assessments and the obligation of the Association to use such assessments for the purposes set forth in Article III with respect to WOODWIND LAKES, SECTION FOUR (4) the same as such assessments are used for WOODWIND LAKES, SECTIONS ONE (1), TWO (2) and THREE (3).

3. The following provisions are added to the end of Article IV, Section 9, to-wit:

Notwithstanding any other provisions of this Declaration to the contrary, including but not limited to the provisions of Article X, Section 1 (B), the New Construction Committee shall specifically have the right to approve a variance, in their sole and absolute discretion, from the requirement that each Living Unit be at least 51% brick, stone or other masonry on the first floor, or any other provisions of such Section 1 (B). In addition, notwithstanding any other provisions of this Declaration to the contrary, including but not limited to Article X, Section 26, the New Construction Committee shall specifically have the right to approve a variance in their sole and absolute discretion, from the requirement that each Lot have constructed thereon a sidewalk parallel to and within the street right-of-way, or any other provision of such Section 26.

4. Article V, Section 4 of the original Declaration is hereby deleted in its entirety as to WOODWIND LAKES, SECTION FOUR (4).

To the extent of any conflict not set forth herein between the above described original Restrictive Covenants as heretofore supplemented and this First Amendment to the Supplemental Declaration, then and in that event this First Amended to Supplemental Declaration will control. Except as otherwise amended and/or supplemented herein the original Declaration of Covenants, Conditions and Restrictions for WOODWIND LAKES, SECTION ONE (1) as described above remains in full force and effect and unchanged.

507-40-0744

IN WITNESS WHEREOF, this First Amended Supplemental Declaration to Declaration of Covenants, Conditions and Restrictions for WOODWIND LAKES, SECTION FOUR (4) is executed this 1st day of MARCH, 1996.

DECLARANT:

WOODWIND LAKES PARTNERS #4, LTD.,  
a Texas Limited Partnership

BY: MAPANI, INC., a Texas Corporation  
Sole General Partner

By: [Signature]  
Name: ANTONIO BALLESCA  
Title: VICEPRESIDENT

OWNER:

WEEKLEY HOMES, INC.,  
a Delaware Corporation

By: [Signature]  
Name: MICHAEL E. FEIGIN  
Title: DIVISION PRESIDENT

[Signature]  
GREGORY J. HOLUB

THE STATE OF TEXAS §  
§  
COUNTY OF HARRIS §

This instrument was acknowledged before me on this 1st day of MARCH, 1996, by ANTONIO BALLESCA, VICE President of MAPANI, INC., a Texas Corporation, as Sole General Partner of WOODWIND LAKES PARTNERS #4, LTD., a Texas Limited Partnership, on behalf of said Corporation and on behalf of said Limited Partnership.



[Signature]  
Notary Public in and for the  
State of TEXAS

Notary's Printed Name and  
Commission Expiration Date:

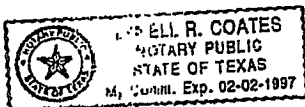
STEPHANIE D. SMITH; MAY 26, 1998

507-40-0745

THE STATE OF TEXAS §  
COUNTY OF HARRIS §

This instrument was acknowledged before me on this 1<sup>ST</sup> day of MARCH, 1996, by MICHAEL E. FEIGIS, D.V. President of WEEKLEY HOMES, INC., a Delaware Corporation, on behalf of said Corporation.

*Reginald R. Coates*  
Notary Public in and for the State of TEXAS



Notary's Printed Name and Commission Expiration Date:

THE STATE OF TEXAS §  
COUNTY OF HARRIS §

This instrument was acknowledged before me on this 1<sup>ST</sup> day of MARCH, 1996, by GREGORY J. HOLUB.

*Stephanie D. Smith*  
Notary Public in and for the State of TEXAS



Notary's Printed Name and Commission Expiration Date:

STEPHANIE D. SMITH; MAY 26, 1998

507-40-0746

JOINDER OF LIENHOLDER

The undersigned, SOUTHWEST BANK OF TEXAS, N.A., a National Banking Association, being the owner and holder of a first lien against the property described herein as WOODWIND LAKES, SECTION FOUR (4), an Addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 371011 of the Map Records of Harris County, Texas, hereby joins in the execution of this First Amended Supplemental Declaration to Declaration of Covenants, Conditions and Restrictions for WOODWIND LAKES, SECTION FOUR (4) to evidence its agreement hereto and its agreement to be bound hereby. SOUTHWEST BANK OF TEXAS, N.A. further agrees that from and after the date hereof its lien shall be subordinate to all the terms and conditions contained herein.

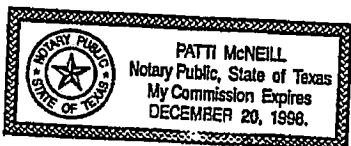
EXECUTED this 1st day of march, 1996.

SOUTHWEST BANK OF TEXAS, N.A.,  
a National Banking Association

By: [Signature]  
Name: GEORGE M. MARSHALL  
Title: VICE PRESIDENT

THE STATE OF TEXAS §  
  §  
COUNTY OF HARRIS §

This instrument was acknowledged before me on this 1st day of MARCH, 1996, by GEORGE M. MARSHALL, VICE President of SOUTHWEST BANK OF TEXAS, N.A., a National Banking Association, on behalf of said Association.



Patti McNeill  
Notary Public in and for the  
State of TEXAS

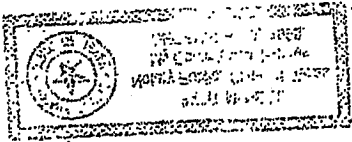
Notary's Printed Name and  
Commission Expiration Date: 12-20-98

Patti McNeill

RETURN TO: Lakeland Development Co.  
3311 Richmond Ave., Suite 305  
Houston, TX 77098

507-40-0746  
96 MAR -5 AM 9:57  
FILED  
COUNTY CLERK  
HARRIS COUNTY TEXAS  
[Signature]

507-40-0747



ANY PROVISION HEREIN WHICH RESTRICTS THE SALE, RENTAL, OR USE OF THE DESCRIBED REAL PROPERTY BECAUSE OF IT'S OR IN FACE IT SHALL BE UNENFORCEABLE UNDER FEDERAL LAW THE STATE OF TEXAS COUNTY OF HARRIS  
I hereby certify that this instrument was FILED in File Number Sequence on the date and at the time stamped herein by me; and was duly RECORDED, in the Official Public Records of Real Property of Harris County, Texas on

MAR 5 1996



*Beverly B. Ferguson*  
COUNTY CLERK  
HARRIS COUNTY TEXAS

507-40-0747