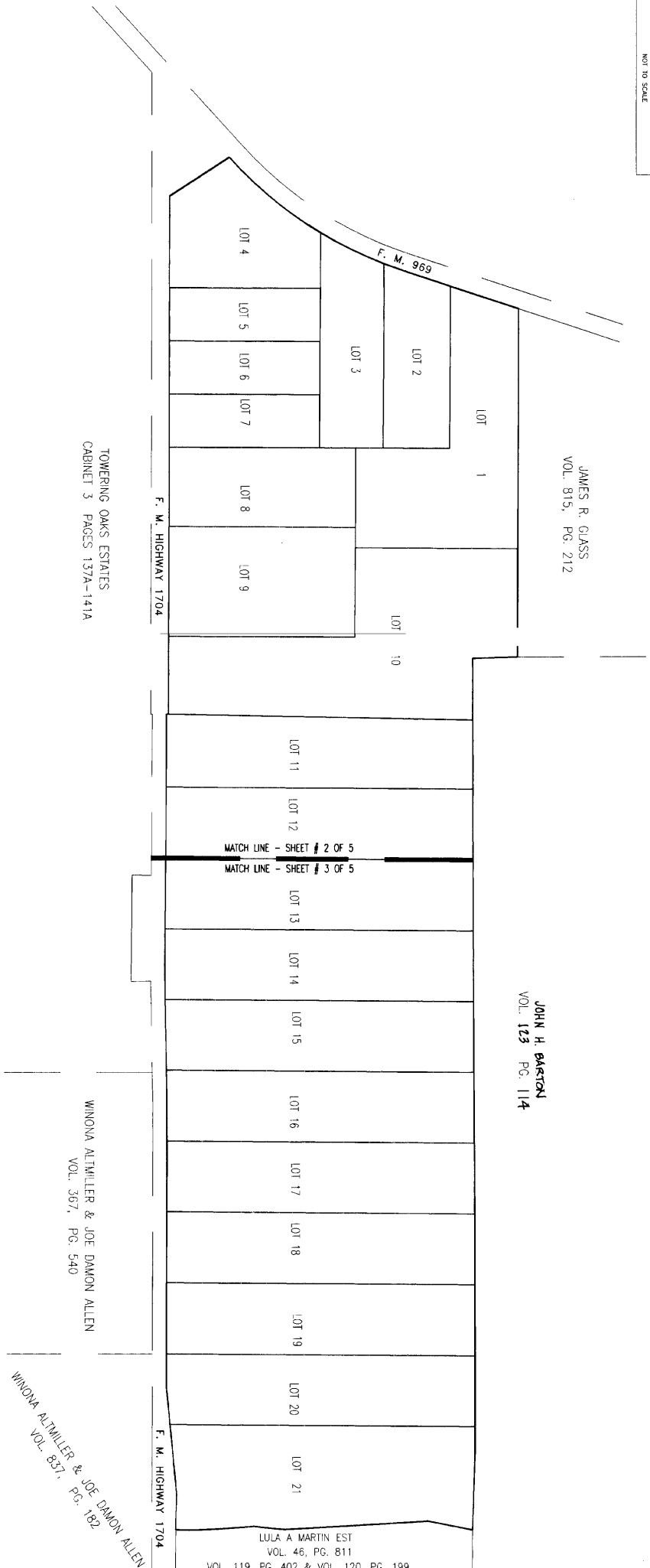
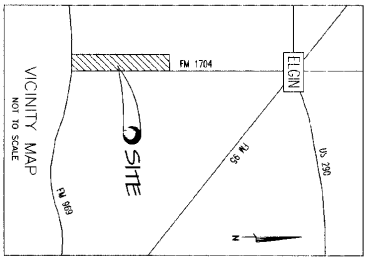


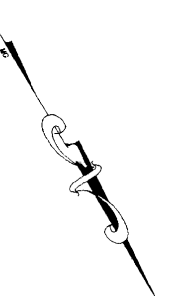
TOWERING OAKS ESTATES TWO

FINAL PLAT KEY MAP



TOWERING OAKS ESTATES TWO

SCALE: 1" = 200'



LEGEND

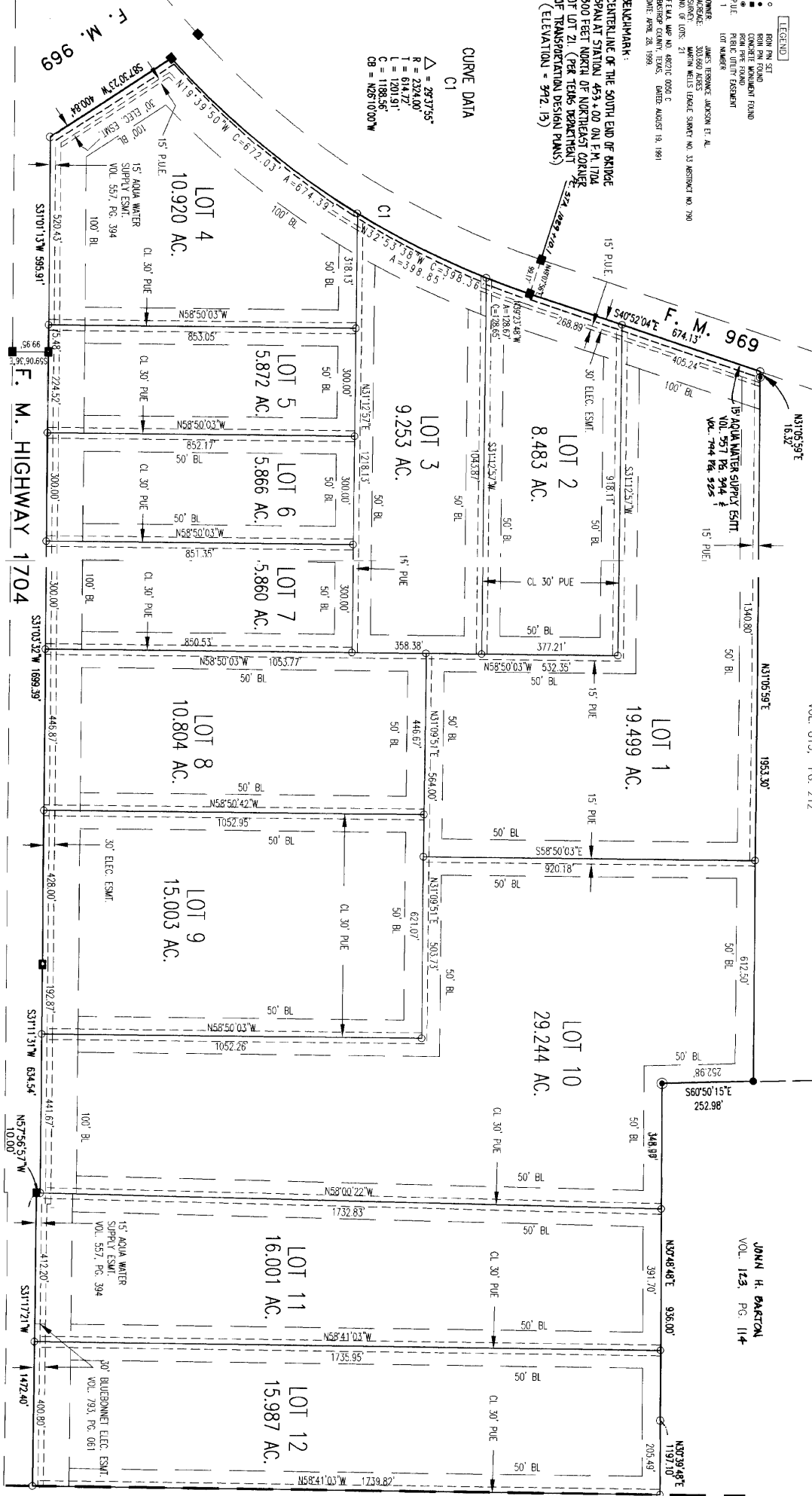
- BORN PIN SET
- BORN PIN FOUND
- CENTER POINT FOUND
- CENTER POINT FOUND
- FROM PREP ESTIMATE
- FROM PREP ESTIMATE
- PUBLIC UTILITY ESTIMATE
- PUBLIC UTILITY ESTIMATE
- LOT NUMBER
- LOT NUMBER

DRAWN: JAMES TERRANCE JACKSON ET AL.
 DATE: 03/20/00
 PROJECT: 200,000 ACRES
 NO. OF LOTS: 21
 FIELD NO. 482101 0050 C
 BAKER COUNTY, TEXAS
 DATE: APRIL 28, 1999

BENCHMARK:
 CENTERLINE OF THE SOUTH END OF BRIDGE
 SPAN AT STATION 453+00 ON I.P.M. LINA
 300 FEET NORTH OF NORTHEAST CORNER
 OF LOT 21. (PER TERMS OF CONTRACT
 OF TRANSPORTATION DESIGN PLANS)
 (ELEVATION = 972.15)

CURVE DATA

C1
 $\Delta = 2937.56^\circ$
 $R = 2324.00'$
 $T = 614.72'$
 $L = 1201.91'$
 $C = 1188.56'$
 $CB = 12810.00''W$



MATCH-LINE

JAMES R. GLASS
 VOL. 815, PG. 212

JOHN H. BARTON
 VOL. 123, PG. 114

TOWERING OAKS ESTATES
 CABINET 3 PAGES 137A-141A

C.B.D.
 Custom, Reliance & Docketing, Inc.
 2101 East Loop West, Suite 1000, Houston, Texas 77058
 Phone No. (713) 280-3160, Fax No. (713) 280-3165

TOWERING OAKS ESTATES TWO

STATE OF TEXAS:
COUNTY OF BASTROP:

KNOW ALL BY THESE PRESENTS: THAT JAMES TERRANCE JACKSON ET AL., ACTING HEREIN BY AND THROUGH JAMES TERRANCE JACKSON, ALMA JACKSON SCHNAUTZ, WILLIAM ANDREW JACKSON, FREDRICK ANDREW JACKSON, JOSEPH ANDREW JACKSON, AND THOMAS JOSEPH JACKSON, AND BEING OWNERS OF THAT CERTAIN 304.33 ACRES OF LAND OUT OF THE J.B. WALTERS SURVEY, ABSTRACT 67, SITUATED IN BASTROP COUNTY, TEXAS, AS CONVEYED BY A WARRANTY DEED RECORDED IN VOLUME 162, PAGE 784, OF THE BASTROP COUNTY, TEXAS DEED RECORDS AND THAT ROBERT AND JUDY COOPER, INDIVIDUALS, AND BEING OWNERS OF 15.00 ACRES OF LAND OUT OF AND A PART OF THE ABOVE SAID 304.33 ACRES TRACT AS CONVEYED TO BY A WARRANTY DEED IN VOLUME 967, PAGE 948 OF THE BASTROP COUNTY, TEXAS DEED RECORDS; DO HEREBY SUBDIVIDE 303.297 ACRES OF LAND IN ACCORDANCE WITH THE ATTACHED MAP OR PLAT, TO BE KNOWN AS "TOWERING OAKS ESTATES TWO" AND DO HEREBY DEDICATE TO THE PUBLIC, THE USE OF THE STREETS AND EASEMENTS, SHOWN HEREON, SUBJECT TO ANY EASEMENTS AND/OR RESTRICTIONS HERETOFORE GRANTED AND NOT RELEASED.

WITNESS MY HAND, THIS THE 11th DAY OF May, 1999, AD

Alma Jackson Schnautz
ALMA JACKSON SCHNAUTZ, INDIVIDUAL

STATE OF TEXAS:
COUNTY OF BASTROP: Travis

BEFORE ME, THE UNDERSIGNED AUTHORITY, ON THIS DAY PERSONALLY APPEARED ALMA JACKSON SCHNAUTZ, INDIVIDUAL, KNOWN TO ME TO BE THE PERSON WHOSE NAME IS SUBSCRIBED TO THE FOREGOING INSTRUMENT OF WRITING.

THIS THE 11th DAY OF May, 1999, AD

Brenda Peterson
NOTARY PUBLIC IN AND FOR THE STATE OF TEXAS

WITNESS MY HAND, THIS THE 11 DAY OF MAY, 1999, AD

James Terrance Jackson
JAMES TERRANCE JACKSON, INDIVIDUAL

STATE OF TEXAS:
COUNTY OF BASTROP: Travis

BEFORE ME, THE UNDERSIGNED AUTHORITY, ON THIS DAY PERSONALLY APPEARED JAMES TERRANCE JACKSON, INDIVIDUAL, KNOWN TO ME TO BE THE PERSON WHOSE NAME IS SUBSCRIBED TO THE FOREGOING INSTRUMENT OF WRITING.

THIS THE 11th DAY OF MAY, 1999, AD

Brenda Peterson
NOTARY PUBLIC IN AND FOR THE STATE OF TEXAS

WITNESS MY HAND, THIS THE 11th DAY OF May, 1999, AD

William Andrew Jackson by Alma Jackson Schnautz
WILLIAM ANDREW JACKSON, INDIVIDUAL
Attorney-in-fact

STATE OF TEXAS:
COUNTY OF BASTROP: Travis

BEFORE ME, THE UNDERSIGNED AUTHORITY, ON THIS DAY PERSONALLY APPEARED WILLIAM ANDREW JACKSON, INDIVIDUAL, KNOWN TO ME TO BE THE PERSON WHOSE NAME IS SUBSCRIBED TO THE FOREGOING INSTRUMENT OF WRITING.

THIS THE 11th DAY OF May, 1999, AD

Brenda Peterson
NOTARY PUBLIC IN AND FOR THE STATE OF TEXAS

WITNESS MY HAND, THIS THE 11th DAY OF May, 1999, AD

Fredrick Andrew Jackson
FREDRICK ANDREW JACKSON, INDIVIDUAL

STATE OF TEXAS:
COUNTY OF BASTROP:

BEFORE ME, THE UNDERSIGNED AUTHORITY, ON THIS DAY PERSONALLY APPEARED FREDRICK ANDREW JACKSON, INDIVIDUAL, KNOWN TO ME TO BE THE PERSON WHOSE NAME IS SUBSCRIBED TO THE FOREGOING INSTRUMENT OF WRITING.

THIS THE 11th DAY OF May, 1999, AD

Debra E. Kopp
NOTARY PUBLIC IN AND FOR THE STATE OF TEXAS



WITNESS MY HAND, THIS THE 11 DAY OF MAY, 1999, AD

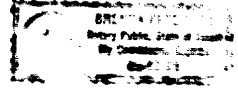
Joseph Andrew Jackson
JOSEPH ANDREW JACKSON, INDIVIDUAL

STATE OF TEXAS:
COUNTY OF BASTROP: TRAVIS

BEFORE ME, THE UNDERSIGNED AUTHORITY, ON THIS DAY PERSONALLY APPEARED JOSEPH ANDREW JACKSON, INDIVIDUAL, KNOWN TO ME TO BE THE PERSON WHOSE NAME IS SUBSCRIBED TO THE FOREGOING INSTRUMENT OF WRITING.

THIS THE 11th DAY OF MAY, 1999, AD

Brenda Peterson
NOTARY PUBLIC IN AND FOR THE STATE OF TEXAS



WITNESS MY HAND, THIS THE 11th DAY OF May, 1999, AD

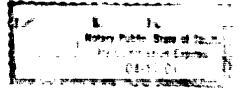
Thomas Joseph Jackson
THOMAS JOSEPH JACKSON, INDIVIDUAL

STATE OF TEXAS:
COUNTY OF BASTROP: TRAVIS

BEFORE ME, THE UNDERSIGNED AUTHORITY, ON THIS DAY PERSONALLY APPEARED THOMAS JOSEPH JACKSON, INDIVIDUAL, KNOWN TO ME TO BE THE PERSON WHOSE NAME IS SUBSCRIBED TO THE FOREGOING INSTRUMENT OF WRITING.

THIS THE 11th DAY OF MAY, 1999, AD

Brenda Peterson
NOTARY PUBLIC IN AND FOR THE STATE OF TEXAS



WITNESS OUR HAND, THIS THE 11th DAY OF May, 1999, AD

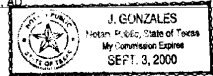
Robert Cooper
ROBERT COOPER, INDIVIDUAL
8200 FURNESS DRIVE
AUSTIN, TX 78753

STATE OF TEXAS:
COUNTY OF BASTROP: Williamson

BEFORE ME, THE UNDERSIGNED AUTHORITY, ON THIS DAY PERSONALLY APPEARED ROBERT COOPER, INDIVIDUAL, KNOWN TO ME TO BE THE PERSON WHOSE NAME IS SUBSCRIBED TO THE FOREGOING INSTRUMENT OF WRITING.

THIS THE 11th DAY OF May, 1999, AD

Robert Cooper
NOTARY PUBLIC IN AND FOR THE STATE OF TEXAS



WITNESS MY HAND, THIS THE 11th DAY OF May, 1999, AD

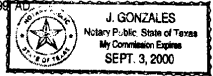
Judy Cooper
JUDY COOPER, INDIVIDUAL
8200 FURNESS DRIVE
AUSTIN, TX 78753

STATE OF TEXAS:
COUNTY OF BASTROP: Williamson

BEFORE ME, THE UNDERSIGNED AUTHORITY, ON THIS DAY PERSONALLY APPEARED JUDY COOPER, INDIVIDUAL, KNOWN TO ME TO BE THE PERSON WHOSE NAME IS SUBSCRIBED TO THE FOREGOING INSTRUMENT OF WRITING.

THIS THE 11th DAY OF May, 1999, AD

Judy Cooper
NOTARY PUBLIC IN AND FOR THE STATE OF TEXAS



STATE OF TEXAS:
COUNTY OF BASTROP:

APPROVED THIS THE 11th DAY OF May, 1999, AD, BY THE CITY COUNCIL OF THE CITY OF BASTROP, TEXAS

APPROVED: Tom Scott
TOM SCOTT, MAYOR CITY OF BASTROP, TEXAS

ATTEST: Jessica Mintschi
CITY SECRETARY, CITY OF BASTROP

FILED MAY 14 2001

TOWERING OAKS ESTATES TWO

STATE OF TEXAS:
COUNTY OF BASTROP:

I, SHIRLEY WILHELM, CLERK OF THE COUNTY COURT, WITHIN AND FOR THE COUNTY AND STATE AFORESAID, DO HEREBY CERTIFY THAT ON THE 24 DAY OF May, 1999, AD, THE COMMISSIONERS COURT OF BASTROP COUNTY, TEXAS, PASSED AN ORDER AUTHORIZING THE FILING FOR RECORD OF THIS PLAT AND THAT SAID ORDER WAS DULY ENTERED IN THE MINUTES OF SAID COURT, IN BOOK _____ PAGE(S) _____.

WITNESS MY HAND AND SEAL OF OFFICE OF THE COUNTY COURT OF SAID COUNTY, THE 24 DAY OF May, 1999, AD
Shirley Wilhelm
SHIRLEY WILHELM, COUNTY CLERK, BASTROP COUNTY, TEXAS

AQUA WATER SUPPLY CORPORATION NOTE:

AS OF THE DATE INDICATED BELOW, THIS SUBDIVISION QUALIFIES FOR WATER SERVICE PROVIDED BY AQUA WATER SUPPLY CORPORATION PURSUANT TO THE PROVISIONS OF AQUA'S TARIFF. IT IS THE RESPONSIBILITY OF THE DEVELOPER OF THE SUBDIVISION TO INSTALL THE WATER LINES WITHIN THE SUBDIVISION THAT ARE NECESSARY TO PROVIDE WATER SERVICE TO INDIVIDUAL LOTS. AQUA'S COMMITMENT TO SUPPLY WATER TO THIS SUBDIVISION IS SUBJECT TO THE RULES AND REGULATIONS CONCERNING AQUA'S SERVICE TO SUBDIVISIONS WHICH ARE CONTAINED IN THE TARIFF. AFTER PURCHASING A LOT, THE OWNER OF THE LOT SHOULD ARRANGE WITH AQUA TO HAVE A NEW METER SET AND BECOME A MEMBER OF THE AQUA.

John E. Burke 5-12-99
JOHN E. BURKE DATE
GENERAL MANAGER
AQUA WATER SUPPLY CORPORATION

IN APPROVING THIS PLAT BY THE COMMISSIONERS COURT OF BASTROP COUNTY, TEXAS, IT IS UNDERSTOOD THAT THE BUILDING OF ALL STREETS, ROADS OR OTHER PUBLIC THOROUGHFARES DELINEATED AND SHOWN ON THE PLAT, AND ALL BRIDGES OR CULVERTS NECESSARY TO BE CONSTRUCTED OR PLACED IN SUCH ROADS, STREETS, OR OTHER PUBLIC THOROUGHFARES, OR IN CONNECTION THEREWITH, SHALL REMAIN THE RESPONSIBILITY OF THE OWNERS AND/OR DEVELOPERS OF THE TRACT OF LAND COVERED BY THIS PLAT, IN ACCORDANCE WITH THE PLANS AND SPECIFICATIONS PRESCRIBED BY THE COMMISSIONERS COURT OF BASTROP COUNTY, TEXAS. THE COURT ASSUMES NO OBLIGATION TO BUILD THE STREETS, ROADS OR OTHER PUBLIC THOROUGHFARES SHOWN ON THE PLAT, OR OF CONSTRUCTING ANY BRIDGES OR CULVERTS IN CONNECTION THEREWITH.

THE AUTHORIZATION OF THIS PLAT BY THE COMMISSIONERS COURT OR SUBSEQUENT ACCEPTANCE FOR MAINTENANCE BY BASTROP COUNTY, TEXAS OF THE ROADS OR STREETS IN REAL ESTATE SUBDIVISIONS DOES NOT OBLIGATE THE COUNTY TO INSTALL STREET NAME SIGNS, AS THIS IS CONSIDERED TO BE A PART OF THE DEVELOPERS CONSTRUCTION, BUT THAT ERECTING SIGNS FOR TRAFFIC CONTROL, SUCH AS FOR SPEED LIMITS AND STOP AND YIELD SIGNS, SHALL ALSO BE THE RESPONSIBILITY OF THE DEVELOPER UNDER THE DIRECTION OF THE COMMISSIONERS COURT.

STATE OF TEXAS:
COUNTY OF BASTROP:

I, SHIRLEY WILHELM, CLERK OF BASTROP COUNTY DO HEREBY CERTIFY THAT THE FOREGOING INSTRUMENT OF WRITING WITH ITS CERTIFICATE OF AUTHENTICATION WAS FILED FOR RECORD IN MY OFFICE ON THIS THE 24 DAY OF May, 1999, AD, AT 10:00 O'CLOCK A.M., AND DULY RECORDED ON THE 24 DAY OF May, 1999, AD, AT 10:00 O'CLOCK A.M. IN THE PLAT RECORDS OF SAID COUNTY AND STATE IN PLAT CABINET 111-6-15-C.

WITNESS MY HAND AND SEAL OF OFFICE OF THE COUNTY COURT, THIS THE 24 DAY OF May, 1999, AD
Shirley Wilhelm
SHIRLEY WILHELM, COUNTY CLERK, BASTROP COUNTY, TEXAS

BY: DEPUT

GENERAL NOTES:

1. WATER SERVICE FOR THIS SUBDIVISION SHALL BE PROVIDED BY THE AQUA WATER SUPPLY CORPORATION.
 2. ELECTRIC SERVICE FOR THIS SUBDIVISION SHALL BE PROVIDED BY THE BLUEBONNET ELECTRIC CO-OP.
 3. WASTEWATER SERVICE FOR THIS SUBDIVISION SHALL BE PROVIDED BY ON-SITE SEPTIC SYSTEMS APPROVED BY THE COUNTY OF BASTROP.
 4. AN EASEMENT OF FIFTEEN FEET (15') ON EACH SIDE OF THE DIVIDING LINE OF EACH LOT IS HEREBY DEDICATED FOR PUBLIC UTILITIES, PLUS EASEMENTS FOR GUY LINES AND GUY POLES WHERE NECESSARY.
 5. BUILDING SETBACK LINES FOR THE LOTS WITHIN THIS SUBDIVISION ARE AS FOLLOWS: FRONT SETBACK - 100', REAR SETBACK - 50', SIDE SETBACK - 50'.
 6. PROPERTY OWNER SHALL BE RESPONSIBLE FOR THE INSTALLATION OF DRIVEWAY CULVERTS TO TEXAS DEPARTMENT OF TRANSPORTATION SPECIFICATIONS AND THE SIZE BELOW PRIOR TO RECEIVING A BASTROP COUNTY HEALTH AND SANITATION DEPARTMENT PERMIT FOR ON-SITE WASTEWATER SYSTEM. MINIMUM CULVERT SIZE FOR CORRUGATED METAL PIPES ARE AS FOLLOWS:
LOTS 1-15 AND 20-21 18" PIPE
LOTS 16-19 24" PIPE
- ENTRANCE DRIVE CULVERTS SHALL BE SIZED AND CONSTRUCTED IN ACCORDANCE WITH TXDOT PERMIT REQUIREMENTS

HEALTH DEPARTMENT NOTES:

NO LOT IN THIS SUBDIVISION SHALL BE OCCUPIED UNTIL CONNECTED TO A PRIVATE INDIVIDUAL SEWAGE DISPOSAL SYSTEM. UNDER SECTION 21.084(C) OF THE TEXAS WATER CODE, THE COMMISSIONERS' COURT OF BASTROP COUNTY HAS ESTABLISHED PRIVATE SEWAGE FACILITY REGULATIONS. ALL SEWAGE BUILT IN THE SUBDIVISION MUST BE LICENSED AND INSPECTED BY THE DEPARTMENT OF HEALTH AND SANITATION, COUNTY COURTHOUSE, BASTROP, TEXAS.

NO LOT IN THIS SUBDIVISION MAY BE OCCUPIED UNTIL CONNECTION IS MADE TO A POTABLE WATER SUPPLY FROM AN APPROVED PUBLIC WATER SYSTEM AND UNTIL CONNECTION IS MADE TO AN ON-SITE INDIVIDUAL WASTEWATER SYSTEM WHICH HAS BEEN APPROVED BY THE BASTROP COUNTY HEALTH DEPARTMENT.

David W. Coombs
DAVID W. COOMBS, P.E.
HEALTH AND SANITATION OFFICER
HEALTH AND SANITATION DEPARTMENT
BASTROP COUNTY, TEXAS

FLOOD PLAIN NOTE: NO PORTION OF THIS TRACT IS WITHIN THE DESIGNATED FLOOD HAZARD AREA AS SHOWN ON THE FEDERAL FLOOD INSURANCE ADMINISTRATION RATE MAP NO. 48021C-006C, FOR BASTROP COUNTY, TEXAS, DATED AUGUST 19, 1991.

STATE OF TEXAS:
COUNTY OF TRAVIS:

I, THOMAS W. CARLSON, P.E., AM AUTHORIZED TO PRACTICE THE PROFESSION OF CIVIL ENGINEERING IN THE STATE OF TEXAS, AND HEREBY CERTIFY THAT THE ENGINEERING PORTIONS OF THIS PLAT COMPLIES WITH THE CITY AND COUNTY OF BASTROP REQUIREMENTS.

ENGINEERING BY: Thomas W. Carlson 4-28-99
THOMAS W. CARLSON, P.E. NO. 43789 DATE
CARLSON, BRIGANCE & DOERING, INC.
3401 SLAUGHTER LANE WEST, AUSTIN, TX 78748



STATE OF TEXAS:
COUNTY OF TRAVIS:

I, THOMAS J. DODD, AM AUTHORIZED UNDER THE LAWS OF THE STATE OF TEXAS, TO PRACTICE THE PROFESSION OF SURVEYING, AND HEREBY CERTIFY THAT THIS PLAT WAS PREPARED FROM AN ACTUAL AND ACCURATE ON-THE-GROUND-SURVEY OF THE PROPERTY AND THAT THE CORNER MONUMENTS SHOWN THEREON WERE PROPERLY PLACED UNDER MY SUPERVISION AND IN ACCORDANCE WITH THE SUBDIVISION REGULATIONS OF THE CITY OF BASTROP AND BASTROP COUNTY.

SURVEYED BY: Thomas J. Dodd 4-28-99
THOMAS J. DODD, B.P.L.S. NO. 1882 DATE
CARLSON, BRIGANCE & DOERING, INC.
3401 SLAUGHTER LANE WEST, AUSTIN, TX 78748



 Carlson, Brigance & Doering, Inc.
Civil Engineering Surveying
3401 Slaughter Lane West Austin, Texas 78748

RESTRICTIVE COVENANTS PROVIDED BY THE ADDRESSEE

TOWERING OAKS ESTATES SUBDIVISION II
RESTRICTIVE COVENANTS FOR LOTS 1-21
BASTROP COUNTY, TEXASTHE STATE OF TEXAS
COUNTY OF BASTROP

James Terrance Jackson, et al, hereinafter called Declarant, is the owner in fee simple of 303.660 acres of real property located in Bastrop County, Texas, and known by official plat designation as TOWERING OAKS ESTATES II, a subdivision pursuant to a plat recorded in Book 3, Page 151-A, Plat Records, Bastrop County Texas (Property, sometimes referred to as the subdivision):

For the purpose of enhancing and protecting the value, attractiveness and desirability of such lots constituting such subdivision, Declarant hereby declares that Lots 1 through 21, not including Lot 4, of the real property described above and each part thereof shall be held, sold, used, developed and conveyed subject to the following covenants, conditions and restrictions, which shall constitute covenants running with the land and shall be binding on all parties having any right, title or interest in the above described property or any part thereof, their heirs, successors and assigns, and shall inure to the benefit of each owner thereof.

1. LAND USE:

(a) The Property shall be used for single family dwellings with no more than one single family dwelling per Lot and for such accessory buildings as may be reasonably necessary for normal agricultural pursuits and home hobby pursuits as are customary in Bastrop County, Texas. Provided further, however, the following types of agricultural and home hobby activities are specifically prohibited:

(b) No hog farms, chicken or turkey farms, or commercial cattle feeding operations. Livestock, including exotic animals and birds may be maintained on any tract provided their numbers and maintenance shall not become a nuisance to neighboring tracts.

(c) No alcoholic beverages shall be offered for sale on any lot.

(d) No clearing of more than one-half (50%) of the acreage in any lot is allowed unless such clearing is necessary for the sole purpose of constructing the primary single-family dwelling. Clearing is defined as the removal of trees 8" or more in diameter

RESTRICTIVE COVENANTS, Page 2:

(excluding cedar and mesquite trees)

MINIMUM SQUARE FOOTAGE AND SET BACK LINES:

(a) The Primary Single-Family Dwelling shall have a ground floor of no less than sixteen-hundred (1,600) square feet, exclusive of garage and other appendages for a one-story dwelling. Two-story dwellings may be no less than eighteen-hundred (1,800) square feet exclusive of the garage and other appendages.

(b) The Primary Single-Family Dwelling shall not be located within one-hundred (100) feet of a road or within fifty (50) feet of a property line. No barns or other such structures shall be located within one-hundred (100) feet of a road and fifty (50) feet of a property line.

3. SINGLE FAMILY DWELLING:

(a) The Primary Single Family Dwelling must be built "on-site" and become a permanent structure complete with water, wastewater and electrical lines permanently installed.

(b) No "trailer houses", mobile homes, or modular homes may be placed on the property.

(c) Trailer houses, campers, camper trailers, or motor homes may be placed on the property for temporary use during construction of the Primary Single-Family Dwelling. Temporary is defined as being a period of no more than twelve (12) months.

4. BUILDING CONSTRUCTION:

(a) Any building on which construction has begun shall be completed within twelve (12) months.

(b) No outside toilets shall be permitted and no septic tanks shall be drained into the road or creeks. Sewage disposal systems must meet Bastrop County Specification and Requirements.

5. FIREARMS:

(a) Firearms shall not be discharged into or through adjoining lots or used any manner dangerous to humans, animals and wildlife, and personal property.

6. TOXIC OR HAZARDOUS WASTE PROHIBITED:

(a) No portion of the any lot shall be used for storage or disposal of any toxic or hazardous waste as same may be defined, and, from time to time, re-defined by applicable law or regulation.

7. SIGNS OR ADVERTISING:

(a) No sign of any kind shall be displayed to public view on the any lot except one professional sign of no more than four (4) feet by eight (8) feet for identification, sale or rent. This

RESSTRICTIVE COVENANTS, Page 3:

provision does not apply to signs at the entrances to individual lots which are for the purpose of identification of ownership.

8. FURTHER SUBDIVISION:

(a) No lot originally sold out of the Property shall be further subdivided into smaller tracts unless unanimous consent is given by all property owners in the subdivision. In order to apply for further subdivision, plans and specifications of all structures to be constructed must be submitted to all landowners. In no event shall further subdivision be less than five (5) acre lots. Provided further, however, partial release of portion of tracts from liens, which releases may be required in order to obtain financing for improvements on the lot, shall not be considered as a subdivision of a lot.

(b) Single Family Dwellings and other structures on subdivided lots must meet requirements as set forth in Paragraph 2, a and b.

9. OFFENSIVE ACTIVITY PROHIBITED:

(a) No noxious or offensive activity shall be carried on upon the any lot nor shall anything be done thereon which may be or may become an annoyance or a nuisance to the subdivision. Such prohibited activities may include, but are not limited to, the accumulation of garbage, junk vehicles, or parts thereof, junk appliances , trash, rubbish, dilapidated structures or any advertising structure of any kind.

10. SEVERANCE OF UNENFORCEABLE COVENANT:

(a) In the event any of the hereinabove provided restrictive covenants shall be deemed unenforceable for any reason, such determination shall not be deemed as affecting any other restrictive covenant provided herein, and such unenforceable restrictive covenant shall be deemed as having been severed in its entirety from these restrictive covenants as though the same had not been included herein.

11. ENFORCEMENT AND MODIFICATION:

(a) Any owner of any interest in any portion of any lot shall have the authority to enforce any of the restrictive covenants provided for herein by seeking injunctive relief, in addition to any claims for damages, in any State Court exercising subject matter jurisdiction over the matter brought before the court in the form of a complaint. No person or groups of persons owning interests in the subdivision or any portion thereof, shall have the authority to modify or waive any restrictive covenant provided herein without the joinder of all other persons owning an interest in any portion of the subdivision. Furthermore, at any time and from time to time, after twenty-five (25) years from the

RESTRICTIVE COVENANTS, Page 4:

date of this instrument, the covenants shall be automatically extended for successive periods of ten (10) years unless the owners of fifty-one (51%) percent of the acreage in the subdivision modify these restrictions by instruments duly executed by such owners and filed for public record in Bastrop County, Texas, and by serving a copy of such modification(s) upon all other owners of record of such subdivision.

Executed this _____ day of _____, 1999.

<u>William Andrew Jackson</u> <i>by Alma Jane Jackson Schnautz</i> William Andrew Jackson <i>attorney in fact</i>	<u>James Terrance Jackson</u> James Terrance Jackson
---	---

Joseph Andrew Jackson, Jr.
Joseph Andrew Jackson, Jr.

Alma Jane Jackson Schnautz
Alma Jane Jackson Schnautz

Andrew Frederick Jackson
Andrew Frederick Jackson

Thomas Joseph Jackson
Thomas Joseph Jackson

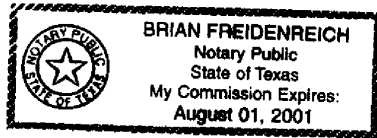
Robert Cooper
Robert Cooper

Judy Cooper
Judy Cooper

STATE OF TEXAS

COUNTY OF TRAVIS

This instrument was acknowledged before me on the 19th day
of May, 1999 by Robert and Judy Cooper.

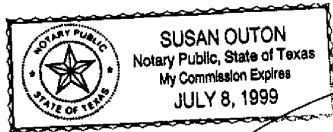


Brian Freidenreich
NOTARY PUBLIC, STATE OF TEXAS

THE STATE OF TEXAS

COUNTY OF TRAVIS

This instrument was acknowledged before me on the 18 day of May, 1999 by Joseph A. Jackson, Jr.

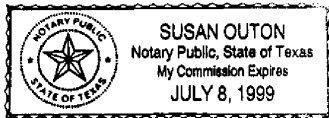


Susan Outon
NOTARY PUBLIC, STATE OF TEXAS

THE STATE OF TEXAS

COUNTY OF TRAVIS

This instrument was acknowledged before me on the 18 day of May, 1999 by FREDERICK ANDREW JACKSON.

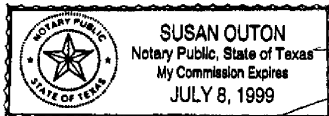


Susan Outon
NOTARY PUBLIC, STATE OF TEXAS

THE STATE OF TEXAS

COUNTY OF TRAVIS

This instrument was acknowledged before me on the 18 day of May, 1999 by JAMES TERRANCE JACKSON.

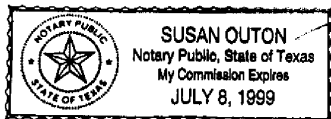


Susan Outon
NOTARY PUBLIC, STATE OF TEXAS

THE STATE OF TEXAS

COUNTY OF TRAVIS

This instrument was acknowledged before me on the 18 day of May, 1999 by THOMAS JOSEPH JACKSON.

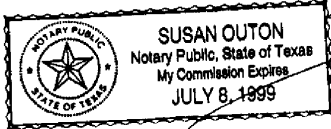


Susan Outon
NOTARY PUBLIC, STATE OF TEXAS

THE STATE OF TEXAS

COUNTY OF TRAVIS

This instrument was acknowledged before me on the 18 day of May, 1999 by ALMA JANE JACKSON SCHNAUTZ, Agent and Attorney in Fact on behalf of WILLIAM ANDREW JACKSON.

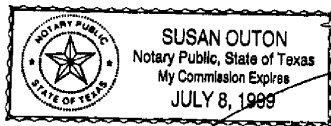


Susan Outon
NOTARY PUBLIC, STATE OF TEXAS

THE STATE OF TEXAS

COUNTY OF TRAVIS

This instrument was acknowledged before me on the 18 day of May, 1999 by ALMA JANE JACKSON SCHNAUTZ.



Susan Outon
NOTARY PUBLIC, STATE OF TEXAS

FILED AND RECORDED

Shirley Wilhelm

1999 MAY 24 09:49 AM 199906171

Shirley Wilhelm
COUNTY CLERK

BASTROP COUNTY, TEXAS

By KB

012
501B
1914416-4

SCRIVENER'S AFFIDAVIT OF ERROR

Date: June __, 1999

Affiants: Alma Jackson Schnautz aka Alma Jane Schnautz, Joseph A. Jackson, Jr. aka Joe Jackson, Frederick Andrew Jackson aka Andy Jackson, James Terrance Jackson aka James Terry Jackson and Terry Jackson, Thomas Joseph Jackson aka Tommy Jackson, William Andrew Jackson aka Bill Jackson, Robert Cooper and Judy Cooper

Title Company: Surety Land & Title Company

Property: Towering Oaks Estates Two, a subdivision in Bastrop County, Texas, according to the map or plat thereof, recorded in Plat Cabinet No. 3, Page 151B-153B, Plat Records of Bastrop County, Texas.

BEFORE ME, the undersigned authority, on this day personally appeared Affiants who, after being by me duly sworn, upon oath depose and say:

1. We have personal knowledge of the facts stated in this affidavit regarding the subdivision plat of the Property (the "Plat").
2. The Property plat dedication states that the acreage comprising the Property is out of the J.B. Walters Survey, Abstract No. 67, when in fact it is out of the Martin Wells Survey, Abstract No. 68.
3. On various pages of the Plat, reference is made to the Plat being recorded in Plat Cabinet 3, Pages 137A-141A, when in fact the Plat is recorded in Plat Cabinet 3, Pages 37A-41A
4. The legend on page 2 of the Plat references the survey as "Martin Wells League Survey, No. 33, Abstract No. 790, when in fact it should be Martin Wells Survey, Abstract No. 68.
5. Affiants are aware that the Title Company is relying upon this affidavit in agreeing to insure title to lots contained within the Property.

Alma Jackson Schnautz, aka Alma Jane Schnautz
 Alma Jackson Schnautz aka Alma Jane Schnautz

Alma Jane Schnautz, Attorney-in-Fact for Joseph A. Jackson, Jr.
 Alma Jane Schnautz, Attorney-in-Fact for Joseph A. Jackson, Jr.

Frederick Andrew Jackson
Frederick Andrew Jackson

James Terrance Jackson
James Terrance Jackson

Thomas Joseph Jackson
Thomas Joseph Jackson

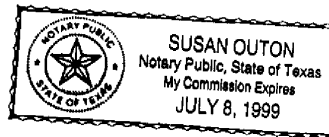
Alma Schnautz, Attorney-in-Fact for William Andrew Jackson
Alma Schnautz, Attorney-in-Fact for William Andrew Jackson

Robert Cooper
Robert Cooper

Judy Cooper
Judy Cooper

SWORN TO AND SUBSCRIBED BEFORE ME on the ^{8th}~~8th~~ day of June, 1999 by Alma Jackson Schnautz aka Alma Jane Schnautz.

Susan Outon
Notary Public, State of Texas



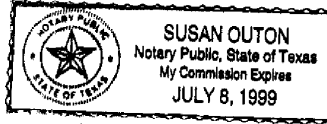
SWORN TO AND SUBSCRIBED BEFORE ME on the 9th day of June, 1999 by Alma Jane Schnautz, Attorney-in-Fact for Joseph A. Jackson, Jr. aka Joe Jackson.

Susan Outon
Notary Public, State of Texas



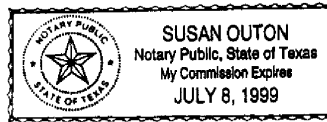
SWORN TO AND SUBSCRIBED BEFORE ME on the 9th day of June, 1999 by Frederick Andrew Jackson aka Andy Jackson.

Susan Outon
Notary Public, State of Texas



SWORN TO AND SUBSCRIBED BEFORE ME on the 9th day of June, 1999 by James Terrance Jackson aka James Terry Jackson and Terry Jackson.

Susan Outon
Notary Public, State of Texas



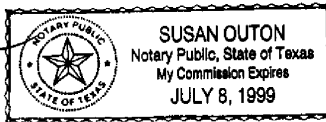
SWORN TO AND SUBSCRIBED BEFORE ME on the 9th day of June, 1999 by Joseph Jackson aka ~~Joe~~ Tommy Jackson, *Thomas*

Susan Outon
Notary Public, State of Texas



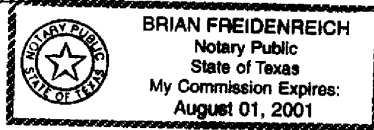
SWORN TO AND SUBSCRIBED BEFORE ME on the 9 day of June, 1999 by Alma Schnautz, Attorney-in-Fact for William Andrew Jackson aka Bill Jackson.

Susan Outon
Notary Public, State of Texas



SWORN TO AND SUBSCRIBED BEFORE ME on the 8TH day of June, 1999 by Robert Cooper.

Brian Freidenreich
Notary Public, State of Texas



SWORN TO AND SUBSCRIBED BEFORE ME on the 8th day of June, 1999 by Judy Cooper.

Brian Freidenreich
Notary Public, State of Texas

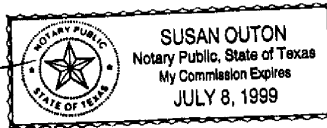


State of Texas

County of Travis

This instrument was acknowledged before me on the 9th day of June, 1998, by Alma Jackson Schnautz aka Alma Jane Schnautz.

Susan Outon
Notary Public, State of Texas

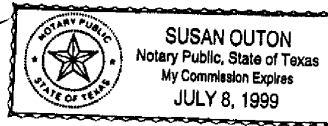


State of Texas

County of Travis

This instrument was acknowledged before me on the 9th day of June, 1998, by Alma Jane Schnautz, Attorney-in-Fact for Joseph A. Jackson, Jr. aka Joe Jackson.

Susan Outon
Notary Public, State of Texas

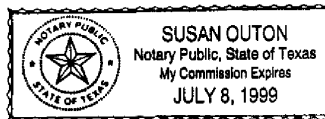


State of Texas

County of Travis

This instrument was acknowledged before me on the 9th day of June, 1998, by Frederick Andrew Jackson aka Andy Jackson.

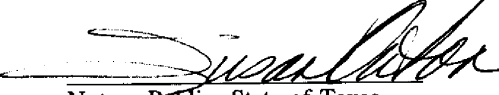
Susan Outon
Notary Public, State of Texas

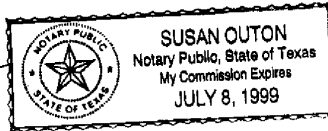


State of Texas

County of Travis

This instrument was acknowledged before me on the 9th day of June, 1998, by James Terrance Jackson aka James Terry Jackson and Terry Jackson.

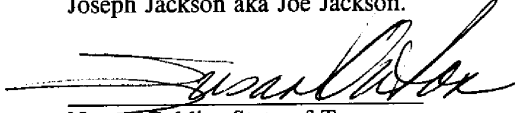

Notary Public, State of Texas



State of Texas

County of Travis

This instrument was acknowledged before me on the 9th day of June, 1998, by Thomas Joseph Jackson aka Joe Jackson.



Notary Public, State of Texas

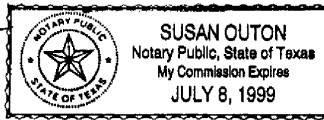


State of Texas

County of Travis

This instrument was acknowledged before me on the 9th day of June, 1998, by Alma Schnautz, Attorney-in-Fact for William Andrew Jackson aka Bill Jackson.

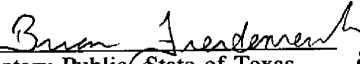

Notary Public, State of Texas

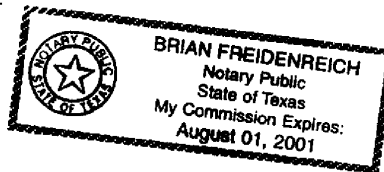


State of Texas

County of Travis

This instrument was acknowledged before me on the 8th day of June, 1998, by Robert Cooper.


Notary Public, State of Texas



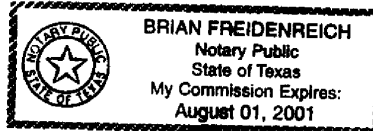
State of Texas

County of Travis

This instrument was acknowledged before me on the 8th day of June, 1998, by Judy Cooper.

Brian Freidenreich
Notary Public, State of Texas

f:\users\renee\Austin.ttl\06-75201.02



~~return to:
Austin Title Company
3600 Bre. Caves Rd.
Suite 100
Austin, TX 78746~~

Return To:
Surety Land & Title Co.
901 Pecan
P. O. Box CC
Bastrop, TX 78602
21-457

FILED AND RECORDED

Shirley Wilhelm

1999 JUN 15 04:20 PM 199907295
Shirley Wilhelm
COUNTY CLERK
BASTROP COUNTY, TEXAS

By KB