

DECLARATION OF COVENANTS,  
CONDITIONS AND RESTRICTIONS  
LOTS IN FRANKLIN ESTATES

THE STATE OF TEXAS §  
§  
COUNTY OF BRAZOS §

WHEREAS, the undersigned owners of parcels or tracts in Franklin Estates, herein after called Declarant, of an unrecorded subdivision of land in Brazos County, Texas, called Franklin Estates, which parcels are particularly described in exhibits to this Declaration, as identified beside the signatures of each of the undersigned owners below (the "Property").

WHEREAS, Declarant desires to own, use and convey the Property subject to certain protective covenants, conditions and restrictions as hereinafter set forth for the benefit of the present and future Owners of the Property;

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS, that it is hereby declared (i) that all of the Property shall be held, sold, conveyed and occupied subject to the following covenants, conditions and restrictions, which are for the purpose of protecting the value and desirability of, and which shall run with, the Property and which shall be binding on all parties having any right, title, or interest in or to the Property or any part thereof, their heirs, successors, and assigns, and which shall inure to the benefit of each Owner thereof; and (ii) that each contract or deed that may hereafter be executed with regard to the Property or any portion thereof shall conclusively be held to have been executed, delivered and accepted subject to the following covenants, conditions and restrictions regardless of whether or not the same are set out or referred to in said contract or deed.

ARTICLE 1.  
DEFINITIONS

Unless the context otherwise specifies or requires, the following words and phrases when used in this Declaration shall have the meanings hereinafter specified:

1.01 Declaration. "Declaration" shall mean this instrument as it may be amended from time to time.

1.02 Owner. "Owner" or "Owners" shall mean a person or persons, entity or entities holding a fee simple interest in any Parcel on the Property, but shall not include a Mortgagee, unless such Mortgagee becomes the "Owner" or "Owners" through repossession of the Parcel or Parcels of land.

1.03 Parcel. "Parcel" or "Parcels" shall mean any parcel or parcels of land within the Property which is described on the attached exhibits together with all improvements located thereon.

## ARTICLE 2. GENERAL RESTRICTIONS

All of the Property shall be owned, held, encumbered, leased, used, occupied and enjoyed subject to the following limitations and restrictions:

2.01 No noxious or offensive trade or activity shall be carried on upon any parcel nor shall anything be done thereon which may be or become an annoyance or nuisance to the neighborhood.

2.02 No commercial activity of any kind, except those allowed in the original deed restrictions only for specified agricultural operations, shall be conducted on any Parcel within the subdivision. "Commercial Activity" shall include, but not be limited to, the offering for sale of any product or service, or the manufacture or growth of any product other than the allowable agriculture products, for purposes of sale, without regard to whether such activities are conducted in or from residential dwellings or otherwise, or the operation of a feed lot, or breeding farm, dairy, or poultry facility. Commercial poultry and swine production and facilities are prohibited.

2.03 No part of the Property shall be used or maintained as dumping grounds for rubbish, trash, or garbage. Equipment for the storage or disposal of such materials shall be kept in a clean and sanitary condition. No stripped down, wrecked, junked or otherwise wholly inoperable vehicle shall be kept, parked, stored and/or maintained on any portion of the driveway and/or front yard in front of the building line of the permanent structure.

2.04 After commencement of construction of any structure or improvement, the work thereon shall be diligently prosecuted to the end that the structure or improvement shall not remain in a partly finished condition any longer than reasonably necessary for completion thereof.

2.05 Any lot containing five (5) or more acres may be re-subdivided into smaller lots or not less than one (1) acre each.

## ARTICLE 3. RESIDENTIAL RESTRICTIONS

3.01 Only single family residential dwellings and appurtenances ordinary to rural or residential living shall be built on any parcel in the Property. Each parcel in the Property shall be used only for non-commercial rural, residential and recreational purposes, except for those

allowed for agriculture purposes under Section 2.02. To this end, without limitation, the following structures or uses may not be built or used on any parcel of the Property: hospitals, clinics, rest homes, duplex houses, four plexes, apartment homes, mobile homes, manufactured homes, hotels, boarding houses, rooming houses, fraternity houses, sorority houses, or any retail, wholesale, or other business or commercial establishments of any kind. The non-commercial single family residential dwelling may be occupied only by either (a) an owner and persons related to the owner, plus one (1) person who is not related to the owner; or, (b) if the property is not occupied by an owner, one (1) person who is not related to the owner, plus persons related that person. ("Related" means a spouse, parent, grandparent, brother, sister, child, grandchild or other person related by law, blood or marriage). Notwithstanding the above, consulting, teaching or similar in-home business activities that have limited customer activity and "bed and breakfast" or similar activities that have limited customer activity shall be allowed.

3.02 No residential dwelling shall be built without a State of Texas approved septic tank or other sewage disposal system.

ARTICLE 4.  
MISCELLANEOUS

4.01 Term. This Declaration, including all of the covenants, conditions, and restrictions hereof, shall run until January 1, 2014, unless amended as herein provided. After January 1, 2014, this Declaration, including all such covenants, conditions, and restrictions shall be automatically extended for successive period of ten (10) years each, unless amended or terminated by a written instrument executed by the Owners of at least three-fourths (3/4) of the Parcels within the property then subject to this Declaration, filed of record in the Official Records of Brazos County, Texas.

4.02 Enforcement and Nonwaiver.

- (A) Right of Enforcement. Except as otherwise provided herein, any Owner at his own expense, shall have the right to enforce any and all of the provisions of the Declaration. Such right of enforcement shall include both damages for, and injunctive relief against, the breach of any such provision.
- (B) Nonwaiver. The failure to enforce any provision of the Declaration at any time shall not constitute a waiver of the right thereafter to enforce any such provision or any other provision of said restrictions.

4.03 Construction.

- (A) Restrictions Severable. The provisions of the Declaration shall be deemed independent and severable, and the invalidity or partial invalidity of any provision

or portion thereof shall not affect the validity or enforceability of any other provision or portion thereof.

- (B) Singular Includes Plural. Unless the context requires a contrary construction, the singular shall include the plural and the plural the singular; and the masculine, feminine or neuter shall each include the masculine, feminine, and neuter.
- (C) Captions. All captions and titles used in this Declaration are intended solely for convenience of reference and shall not enlarge, limit or otherwise affect that which is set forth in any of the paragraphs, sections or articles.
- (D) Choice of Law. This Declaration shall be construed in accordance with the laws of the State of Texas.

IN WITNESS WHEREOF, Declarant has executed this Declaration as of this 3<sup>RD</sup> day of MARCH, 2004.

OWNERS:

PROPERTY DESCRIBED IN:

by James M. Sims, Jr. Trustee

Exhibit "A"

by Linda S. Sims, Trustee

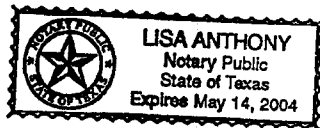
Exhibit "A"

of the James M. Sims, Jr. and Linda S. Sims Revocable Living Trust  
STATE OF TEXAS James M. Sims, Jr. and Linda S. Sims, Trustees

COUNTY OF BRAZOS

This instrument was acknowledged before me on the 3<sup>rd</sup> day of March

, 2004, by James M. Sims, Jr., Trustee, and  
Linda S. Sims, Trustee. Lisa Anthony  
NOTARY PUBLIC, State of Texas



IN WITNESS WHEREOF, Declarant has executed this Declaration as of this 5 day  
of March, 2004.

OWNERS:

John M. Millhollen  
Shirley H. Millhollen

PROPERTY DESCRIBED IN:

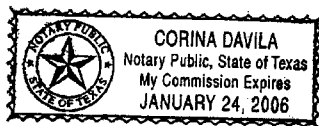
Exhibit "B"

Exhibit "B"

STATE OF TEXAS

COUNTY OF BRAZOS

This instrument was acknowledged before me on the 5<sup>th</sup> day of March,  
2004, by John Millhollen Shirley Millhollen.



Corina Davila  
NOTARY PUBLIC, State of Texas

DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS  
FRANKLIN ESTATES (RE:FRANKLINESTATES, RES (1a/th)

IN WITNESS WHEREOF, Declarant has executed this Declaration as of this 4th day of March, 2004.

OWNERS:

Errol D. Dage  
Kathryn H. Dage

PROPERTY DESCRIBED IN:

Exhibit "C"

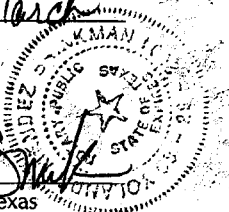
Exhibit "C"

STATE OF TEXAS

COUNTY OF BRAZOS

This instrument was acknowledged before me on the 4th day of March, 2004, by Errol D. Dage & Kathryn H. Dage

[Signature]  
NOTARY PUBLIC, State of Texas



*non*  
IN WITNESS WHEREOF, Declarant has executed this Declaration as of this *7<sup>th</sup>* day of *March*, 2004.

OWNERS:

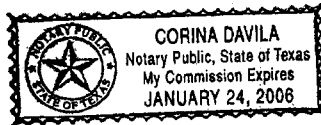
PROPERTY DESCRIBED IN:

*William C. McMullen*  
*Eugenia P. McMullen*  
Exhibit "D"  
Exhibit "D"

STATE OF TEXAS

COUNTY OF BRAZOS

This instrument was acknowledged before me on the *4<sup>th</sup>* day of *March*, 2004, by *William C. McMullen & Eugenia P. McMullen*



*Corina Davila*  
NOTARY PUBLIC, State of Texas

IN WITNESS WHEREOF, Declarant has executed this Declaration as of this 4<sup>th</sup> day of March, 2004.

OWNERS:

Randall Wood  
Arlene B. Wood

PROPERTY DESCRIBED IN:

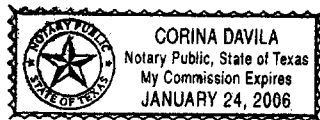
Exhibit "E"

Exhibit "E"

STATE OF TEXAS

COUNTY OF BRAZOS

This instrument was acknowledged before me on the 4<sup>th</sup> day of March, 2004, by Randall Wood and Arlene Wood.



Corina Davila  
NOTARY PUBLIC, State of Texas

IN WITNESS WHEREOF, Declarant has executed this Declaration as of this 30<sup>th</sup> day  
of MARCH, 2004.

OWNERS:

Syed Nazi  
Safia Nazi

PROPERTY DESCRIBED IN:

Exhibit "F"

Exhibit "F"

STATE OF TEXAS

COUNTY OF BRAZOS

This instrument was acknowledged before me on the 30 day of March  
\_\_\_\_\_, 2004, by Syed & Safia Nazi

Tina Muth  
NOTARY PUBLIC, State of Texas



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00867570 08 6265 10

IN WITNESS WHEREOF, Declarant has executed this Declaration as of this 2<sup>nd</sup> day  
of July, 2004.

OWNERS:

PROPERTY DESCRIBED IN:

Exhibit "G"Exhibit "G"

STATE OF TEXAS

COUNTY OF BRAZOS

This instrument was acknowledged before me on the 2<sup>nd</sup> day of July  
\_\_\_\_\_, 2004, by Kathleen and Pete Seel

Maria Flores  
NOTARY PUBLIC, State of Texas



DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS  
FRANKLIN ESTATES (RE:FRANKLINESTATES.RES (12/11))

Exhibit A

Tract One:

Being all that certain 16.00 acre tract or parcel of land lying and being situated in the Stephen Jones Survey, Abstract No. 27, Brazos County, Texas, and being part of the 2,103.7 acre tract of land described in the Deed recorded in Volume 244, Page 605, Deed Records of Brazos County, Texas, and being more particularly described as follows:

BEGINNING at an iron rod marking the north end of a 50-foot wide road easement located N 08° 50' 50" W a distance of 3,028.84 feet from a fence corner in a northeast line of the beforementioned 2,103.7 acre tract, said fence corner being at or near the north corner of the 362.46 acre tract, fourth tract, described in the document recorded in Volume 112, Page 225, Deed of Trust Records of Brazos County, Texas, said iron rod beginning point being the north corner of a 16.00 acre tract No. 9, Block 5, Franklin Estates, being out of the said 2,103.7 acre tract;

THENCE S 72° 17' 55" W along the northwest line of the beforementioned tract No. 9, Block 5, for a distance of 447.05 feet to an iron rod for corner, same being the east corner of a 16.00 acre tract No. 11, Block 5, Franklin Estates, being out of the beforementioned 2,103.7 acre tract;

THENCE N 19° 47' 46" W along the northeast line of the beforementioned Tract No. 11, Block 5, for a distance of 1,175.56 feet to an iron rod for corner in the centerline of Brushy Creek, same being the north corner of the said Tract No. 11, Block 5;

THENCE along the beforementioned centerline of Brushy Creek as follows:

N 61° 46' 57" E for a distance of 86.46 feet;  
S 80° 44' 59" E for a distance of 108.47 feet;  
S 24° 06' 17" E for a distance of 50.86 feet;  
N 84° 49' 05" E for a distance of 78.23 feet;  
S 41° 53' 22" E for a distance of 95.04 feet;  
N 60° 56' 53" E for a distance of 62.11 feet;  
N 54° 20' 48" E for a distance of 63.50 feet;  
N 49° 58' 31" E for a distance of 62.86 feet;  
S 89° 07' 05" E for a distance of 151.00 feet;  
S 31° 56' 25" E for a distance of 79.01 feet to an iron rod at the intersection with a branch of the said Brushy Creek;

THENCE continue along the beforementioned centerline of Brushy Creek, same being the westerly lines of a 6.257 acre Tract No. 1, Block 5, Franklin Estates, being out of the beforementioned 2,103.7 acre tract, as follows:

S 09° 43' 50" W for a distance of 68.73 feet;  
S 49° 08' 32" E for a distance of 162.35 feet;  
S 62° 51' 28" W for a distance of 86.78 feet;  
S 40° 53' 48" E for a distance of 91.26 feet;  
S 72° 05' 52" E for a distance of 78.00 feet;  
S 69° 31' 57" E for a distance of 74.41 feet;  
S 33° 00' 19" E for a distance of 95.08 feet;  
N 28° 28' 38" E for a distance of 24.16 feet to an iron rod for angle point, same being the west corner of a 5.00 acre Tract No. 2, Block 5, Franklin Estates, being out of the said 2,103.7 acre tract;

*Sims*

Exhibit "A"  
Page 1 of 2 Pages

THENCE S 46° 12' 40" E along the southwest line of the beforementioned Tract No. 2, Block 5, for a distance of 229.92 feet to an iron rod for corner, same being the north corner of a 5.00 acre tract No. 5, Block 5, being out of the beforementioned 2,103.7 acre tract;

THENCE S 48° 23' 50" W along the northwest line of the beforementioned Tract No. 5, Block 5, at a distance of 398.16 feet pass an iron rod marking the west corner of the said Tract No. 5, Block 5, continue along the beforementioned north end of the 50 foot wide road easement for a total distance of 448.16 feet to the PLACE OF BEGINNING, containing 16.00 acres of land, more or less, and being designated as Tract No. 10, Block 5, Franklin Estates.

**SAVE & EXCEPT THE FOLLOWING DESCRIBED TRACT:**

Being a 1.00 acre tract or parcel of land lying and being situated in the Stephen Jones Survey, Abstract No. 27, Brazos County, Texas, and being part of the 16.00 acre tract described in the Contract of Sale and Purchase from Veterans Land Board of Texas (Seller) to Kenneth G. Simpson (Buyer) recorded in Volume 294, Page 274 of the Deed Records of Brazos County, Texas, and being more particularly described as follows:

COMMENCING at the iron rod found marking an angle point in the southeast line of the beforementioned 16.00 acre tract;

THENCE N 41° 36' 09" W along the extension of the southwest right-of-way line of a 50' wide road easement for a distance of 58.49 feet;

THENCE S 43° 32' 30" W for a distance of 23.65 feet to an iron rod set for the PLACE OF BEGINNING of this description;

THENCE N 46° 27' 30" W for a distance of 208.71 feet to an iron rod set for corner;

THENCE N 43° 32' 30" E for a distance of 208.71 feet to an iron rod set for corner;

THENCE S 46° 27' 30" E for a distance of 208.71 feet to an iron rod set for corner;

THENCE S 43° 32' 30" W for a distance of 208.71 feet to the PLACE OF BEGINNING, containing 1.00 acre of land, more or less.

Tract Two:

Being a 1.00 acre tract or parcel of land lying and being situated in the Stephen Jones Survey, Abstract No. 27, Brazos County, Texas, and being part of the 16.00 acre tract described in the Contract of Sale and Purchase from Veterans Land Board of Texas (Seller) to Kenneth G. Simpson (Buyer) recorded in Volume 294, Page 274, of the Deed Records of Brazos County, Texas, and being more particularly described as follows:

COMMENCING at the iron rod found marking an angle point in the southeast line of the beforementioned 16.00 acre tract;

THENCE N 41° 36' 09" W along the extension of the southwest right-of-way line of a 50' wide road easement for a distance of 58.49 feet;

THENCE S 43° 32' 30" W for a distance of 23.65 feet to an iron rod set for the PLACE OF BEGINNING of this description;

THENCE N 46° 27' 30" W for a distance of 208.71 feet to an iron rod set for corner;

THENCE N 43° 32' 30" E for a distance of 208.71 feet to an iron rod set for corner;

THENCE S 46° 27' 30" E for a distance of 208.71 feet to an iron rod set for corner;

THENCE S 43° 32' 30" W for a distance of 208.71 feet to the PLACE OF BEGINNING, containing 1.00 acre of land, more or less.

Exhibit "A"  
Page 2 of 2 Pages

Sims

Tract Five (5), Block Five (5), Franklin Estates, Brazos County, according to road dedication plat thereof recorded in Volume 341, Page 263 of the Deed Records of Brazos County, Texas, and being more particularly described as follows:

All that certain lot, tract or parcel of land lying and being situated in the Stephen Jones Survey, A-27, Brazos County, Texas and being part of the 2,103.7 acre tract described in the deed recorded in Volume 244, Page 605 of the Deed Records, Brazos County, Texas and being more particularly described as follows:

**BEGINNING** at an iron rod in the northeast right of way line of a 50 foot wide road easement located N 01° 55' 31" W a distance of 2,638.07 feet from a fence corner in the northeast line of the beforementioned 2,103.7 acre tract, said fence corner being at or near the north corner of the 362.46 acre tract, fourth tract, described in the deed recorded in Volume 112, Page 225 of the Deed of Trust Records of Brazos County, Texas;

**THENCE** N 41° 36' 09" W along the beforementioned northeast right of way line of the 50 foot wide road easement for a distance of 519.68 feet to an iron rod for corner;

**THENCE** N 48° 23' 51" E for a distance of 398.16 feet to an iron rod for corner in the southwest line of a 5.00 acre tract being out of the beforementioned 2,103.7 acre tract.

**THENCE** S 46° 12' 40" E along the beforementioned southwest line of a 5.00 acre tract and the southwest line of a 4.00 acre tract out of the beforementioned 2,103.7 acre tract, for a distance of 521.17 feet to iron rod for corner;

**THENCE** S 48° 23' 51" W for a distance of 440.85 feet to the **PLACE OF BEGINNING** containing 5.00 acres of land more or less.

Exhibit "C"

W.T. Franklin 12.00 Acre Tract #6, Block 5, Stephen Jones Survey, Brazos County, Texas.

Field notes of a 12.00 acre tract or parcel of land lying and being situated in the Stephen Jones Survey, Brazos County, Texas and being part of 2,103.7 acre tract described in the deed recorded in Volume 244, Page 605 of the Deed Records of Brazos County, Texas and being more particularly described as follows:

BEGINNING at an iron rod in the northeast right of way line of a 50 foot wide road easement located N 14 degrees 07' 06" E a distance of 1,815.60 feet from a fence corner in a northeast line of the beforementioned 2,103.7 acre tract, said fence corner being at or near the north corner of the 362.46 acre tract, fourth tract, described in the deed recorded in Volume 112, Page 225 of the Deed of Trust Records of Brazos County, Texas;

THENCE along the beforementioned northeast right of way line of the 50 foot wide road easement as follows:

N 73 degrees 18' 51" W for a distance of 175.58 feet to an iron rod for angle point;

N 85 degrees 25' 59" W for a distance of 217.01 feet to an iron rod for corner, same being the east corner of the "T" intersection of the said 50 foot wide road easement with another 50 foot wide road easement;

THENCE along the easterly right of way line of the beforementioned 50 foot wide road easement as follows:

N 00 degrees 12' 56" E for a distance of 639.87 feet to an iron rod for angle point;

N 41 degrees 36' 09" W for a distance of 225.02 feet to an iron rod for corner, same being the south corner of a 5.00 acre tract #5, Block 5 out of the beforementioned 2,103.7 acre tract;

THENCE N 48 degrees 23' 51" E along the southeast line of the beforementioned tract #5, Block 5 for a distance of 440.05 feet to an iron rod for corner, same being the east corner of the said tract #5, Block 5;

THENCE S 46 degrees 12' 40" E along the southwest line of a 4.00 acre tract (Tract #3, Block 5) out of the beforementioned 2,103.07 acre tract;

THENCE S 15 degrees 34' 53" W along the northwest line of the beforementioned tract #7, Block 5 for a distance of 797.83 feet to the PLACE OF BEGINNING containing 12.00 acres of land more or less.

Exhibit "C"  
Page 1 of 1 Pages

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Tract One:

## Lot 9, Block 5

Field notes of a 16.00 acre tract or parcel of land lying and being situated in the Stephen Jones Survey, Brazos County, Texas and being part of the 377 acre tract described as eighth tract in the deed recorded in Volume 112, Page 225 of the Deed Records of Brazos County, Texas, same being the land conveyed to Clarice P. Hassell by the deed recorded in Volume 90, Page 264 of the Deed Records of Brazos County, Texas and being more particularly described as follows:

BEGINNING at an iron rod in the north right of way line of a 50 foot wide road easement located N 15° 16' 58" W a distance of 2,122.12 feet from a fence corner in the southeast line of the beforementioned 377 acre tract, said fence corner being at or near the north corner of the 362.46 acre tract described as fourth tract in the beforementioned deed recorded in Volume 112, Page 225, said iron rod beginning point also being the west corner of the 8.10 acre tract No. 8, block 5;

THENCE along the northerly right of way lines of the beforementioned 50 foot wide road easement as follows:

N 61° 04' 11" W for a distance of 310.23 feet to an iron rod for angle point;

N 82° 33' 06" W for a distance of 560.43 feet to an iron rod for corner;

N 37° 22' 47" W for a distance of 197.43 feet to an iron rod for angle point;

N 00° 22' 17" E for a distance of 235.33 feet to an iron rod for corner at the end of the said 50 foot wide road easement in the southeast line of a 16.00 acre tract No. 11, Block 5;

THENCE N 72° 17' 55" E along the beforementioned southeast line of tract No. 11, block 5 and a southeast line of tract no. 10, block 5 for a distance of 1,085.23 feet to an iron rod for corner in the southwest right of way line of a 50 foot wide road easement;

THENCE S 41° 36' 09" E along the beforementioned southwest right of way line of the 50 foot wide road easement for a distance of 264.37 feet to an iron rod for corner, same being the north corner of the beforementioned tract no. 8, block 5;

THENCE S 19° 26' 48" W along the west line of the beforementioned tract no. 8, block 5 for a distance of 792.42 feet to the PLACE OF BEGINNING containing 16.00 acres of land more or less.

Tract Two:

W. T. Franklin Estate 8.10 Acre Tract #8, Block 5  
Stephen Jones Survey  
Brazos County, Texas

Field notes of an 8.10 acre tract or parcel of land lying and being situated in the Stephen Jones Survey, Brazos County, Texas and being part of the 377 acre tract described as eighth tract in the deed recorded in Volume 112, Page 225 of the Deed Records of Brazos County, Texas, same being the land conveyed to Clarice P. Hassell by the deed recorded in Volume 90, Page 264, of the Deed Records of Brazos County, Texas, and being more particularly described as follows:

Exhibit "D"

Page 1 of 2 Pages

BEGINNING at an iron rod in the north right of way line of a 50 foot wide road easement located N 15° 16' 58" W a distance of 2,122.12 feet from a fence corner in the southeast line of the beforementioned 377 acre tract, said fence corner being at or near the north corner of the 362.46 acre tract described as fourth tract in the beforementioned deed recorded in Volume 112, Page 225 of the Deed Records of Brazos County, Texas, said iron rod beginning point also being the south corner of a 16.00 acre tract no. 9, block 5;

THENCE N 19° 26' 48" E along the east line of the beforementioned tract no. 9, block 5 for a distance of 792.42 feet to an iron rod for corner in the westerly right of way line of a 50 foot wide road easement;

THENCE along the beforementioned westerly right of way line of the 50 foot wide road easement as follows:

S 41° 36' 09" E for a distance of 461.23 feet to an iron rod for corner;  
S 00° 12' 56" W for a distance of 616.79 feet to an iron rod for corner in the beforementioned north right of way line of a 50 foot wide road easement, said corner being the northwest corner of the intersection of two 50 foot wide road easements;

THENCE along the beforementioned north right of way line of the 50 foot wide road easement as follows:

N 85° 26' 21" W for a distance of 210.29 feet to an iron rod for angle point;

N 61° 04' 11" W for a distance of 409.18 feet to the PLACE OF BEGINNING containing 8.10 acres of land more or less.

FIRST TRACT:

certain 16.00 acre tract or parcel of land lying and being situated in the Stephen Jones Survey, Brazos County, Texas, and being part of the 377 acre tract described as Eighth Tract in the deed recorded in Vol. 112, pg. 225, Deed Records of Brazos County, Texas, and being more particularly described as follows:

BEGINNING at an iron rod marking an angle point in the northerly right of way line of a 50 ft. wide road easement located N 60° 48' 58" W a distance of 1,130.55 ft. from a fence corner in the southeast line of the before-mentioned 377 acre tract, said fence corner being at or near the north corner of the 362.46 acre tract described as Fourth Tract in the deed recorded in the beforementioned Vol. 112, pg. 225, said iron rod beginning point also being the southwest corner of an 8.84 acre tract #2, Block 6 being out of the said 377 acre tract;  
 THENCE N 84° 59' 05" W along the beforementioned northerly right of way line of the 50 ft. wide road easement for a distance of 946.74 ft. to an iron rod for corner;  
 THENCE N 19° 24' 12" E for a distance of 788.61 ft. to an iron rod for corner, same being the southwest corner of a 16.00 acre tract #4, Block 6, being out of the beforementioned 377 acre tract;  
 THENCE S 84° 59' 05" E along the south line of the beforementioned tract #4, Block 6 for a distance of 878.06 ft. to an iron rod for corner in the west line of the beforementioned tract #2, Block 6, said iron rod corner being the southeast corner of the said tract #4, Block 6;  
 THENCE S 14° 28' 31" W along the beforementioned west line of tract #2, Block 6 for a distance of 774.41 ft. to the place of beginning, containing 16.00 acres of land, according to survey prepared by B. J. Kling, Registered Public Surveyor in April, 1971, and being designated as Tract No. 5, Block 6, Franklin Estates, according to unrecorded plat on file in the office of Brazos County Abstract Company.

SECOND TRACT:

Being all that certain lot, tract or parcel of land lying and being situated in Brazos County, Texas, and being Lot Four (4), Block Six (6), FRANKLIN ESTATES, according to Road Dedication Plat recorded in Vol. 314, pg. 263, Deed Records of Brazos County, Texas, described by metes and bounds as follows:  
 A 16.00 acre tract or parcel of land lying and being situated in the Stephen Jones Survey, Brazos County, Texas, and being part of the 377 acre tract described as Eighth Tract in the deed recorded in Vol. 112, pg. 225, Deed Records of Brazos County, Texas, and being more particularly described as follows:  
 BEGINNING at an iron rod in the southerly right of way of a 50 ft. wide road easement located N 16° 47' 21" W a distance of 2,106.98 ft. from a fence corner being at or near the north corner of the 362.46 acre tract described as Fourth Tract in the beforementioned deed recorded in Vol. 112, pg. 225, Deed Records of Brazos County, Texas, said iron rod beginning point also being the north corner of a 17.63 acre tract #3, Block 6, being out of the said 377 acre tract;  
 THENCE S 14° 28' 31" W along the west line of the beforementioned tract #3, Block 6, and the west line of an 8.84 acre tract #2, Block 6, being out of the beforementioned 377 acre tract, for a distance of 739.55 ft. to an iron rod for corner, same being the northeast corner of a 16.00 acre tract #5, Block 6, being out of the said 377 acre tract;

Exhibit "E"

Page 1 of 2 Pages

THENCE N 84° 59' 05" W along the north line of the beforementioned tract #5, Block 6, for a distance of 378.06 ft. to an iron rod for corner same being the northwest corner of the said tract #5, Block 6;

THENCE N 19° 24' 12" E for a distance of 890.23 ft. to an iron rod for corner in the beforementioned southerly right of way line of the 50 ft. wide road easement;

THENCE along the beforementioned southerly right of way line of the 50 ft. wide road easement as follows:

S 82° 33' 06" E for a distance of 530.12 ft. to an iron rod for angle point;

S 61° 04' 11" E for a distance of 272.12 ft. to the place of beginning, containing 16.00 acres of land more or less. And being the same property described in a deed from Irene Franklin Lilly to E. E. Keahey dated Dec., 1975, recorded in Vol. 345, pg. 689, Deed Records of Brazos County, Texas.

SAVE AND EXCEPT all certain 5.00 acre tract conveyed in Deed dated Dec. 5, 1975, from E.E. Keahey to Michael E. Kinney, et ux, recorded in Vol. 346, Pg. 340, Deed Records of Brazos County, Texas.

LEAVING Eleven (11) acres of land more or less.

SIGNED FOR IDENTIFICATION:

E. E. Keahey  
E. E. Keahey

Mary Sue Keahey  
Mary Sue Keahey

STATE OF TEXAS {  
COUNTY OF BRAZOS {

I, Frank Boriskie, Clerk of the County Court in and for Brazos County, Texas, do hereby certify that this instrument was FILED on the date and at the time stamped hereon and RECORDED in the volume and page of the DEED Records of said County on the date stamped hereon.

FRANK BORISKIE, County Clerk  
Brazos County, Texas

By: Mary Ann Murphy Deputy

Exhibit "E"

Page 2 of 2 Pages

ALL that certain 8.79 acre tract or parcel of land lying and being situated in the Stephen Jones Survey, Brazos County, Texas and being part of the 2,103.7 acre tract of land described in the deed recorded in Volume 244, Page 605, Deed Records of Brazos County, Texas and being more particularly described as follows:

BEGINNING at an iron rod in the centerline of a county road located S 46° 12' 40" E along said centerline of the county road a distance of 1,367.04 feet from the east corner of the 21 acre tract of land described in the deed recorded in Volume 26, Page 226, Deed Records of Brazos County, Texas, said east corner also being the most northerly corner of the beforementioned 2,103.7 acre tract, said beginning point being the east corner of the 4.00 acre tract #3, Block 5 out of the said 2,103.7 acre tract;

THENCE S 43° 47' 20" W along the southeast line of the beforementioned 4.00 acre tract #3, Block 5 for a distance of 500.00 feet to an iron rod for corner; same being the south corner of the said 4.00 acre tract;

THENCE S 46° 12' 40" E along the northeast lines of tract #6 and tract #7, of the beforementioned Block 5 for a distance of 848.10 feet to an angle point;

THENCE S 74° 25' 07" E for a distance of 46.63 feet to a point for corner in a fence found marking the northwest right of way line of South Drive, a county road, said corner being the east corner of the beforementioned tract #7;

THENCE N 15° 34' 53" E along the beforementioned fence and northwest right-of-way line of South Drive for a distance of 542.41 feet to an iron rod for corner in the beforementioned centerline of a county road;

THENCE N 46° 12' 40" W along the beforementioned 2,103.7 acre tract, for a distance of 632.82 feet to the PLACE OF BEGINNING containing 8.79 acres of land more or less. And being designated as Tract 4, Block 5, FRANKLIN ESTATES, according to Road Dedication Plat recorded in Volume 314, Page 263, Deed Records of Brazos County, Texas. And being the same property conveyed by Marshall Wallace, et ux to S. A. Naqi, et ux by Deed dated Jan 28, 1975; recorded in Vol 336, Pg 42, Deed Records, Brazos Co, TX. which has the address of ..... Route 5, Box 1245 ..... College Station, .....  
[Street] [City]

Texas ..... 77840 ..... (herein "Property Address");  
[Zip Code]

Exhibit "G"

Doc Bk Vol Pg  
00867570 OR 6265 20

A tract or parcel of land lying and being situated in the Stephen Jones Survey, Brazos County, Texas, and being part of the 2,103.7 acre tract described in the deed recorded in Volume 244, Page 605, Deed Records of Brazos County, Texas, and being more particularly described as follows:

BEGINNING at an iron rod marking the north corner of a "T" intersection of a 50 ft. wide road easement with a country road called South Drive, located N 25° 48' 37" E a distance of 1,837.01 ft. from a fence corner in a northeast line of the said 2,103.7 acre tract, said fence corner being at or near the north corner of the 362.46 acre tract, fourth tract described in the deed recorded in Volume 112, Page 225, Deed Records of Brazos County, Texas;

THENCE N 73° 18' 51" W along the north right of way line of the beforementioned 50 ft. wide road easement for a distance of 372.64 ft. to an iron rod for corner;

THENCE N 15° 34' 53" E for a distance of 797.83 ft. to an iron rod for corner;

THENCE S 46° 12' 40" E for a distance of 369.87 ft. to an iron rod for angle point;

THENCE S 74° 25' 07" E for a distance of 46.63 ft. to a point for corner in the fence found marking the northwest right of way line of the beforementioned South Drive, said corner also being the south corner of Tract #4, Block 5;

THENCE S 15° 34' 53" W along the beforementioned fence and northwest line of South Drive for a distance of 630.19 ft. to the place of beginning containing 6.01 acres of land more or less and being further designated as W.T. Franklin 6.01 acre tract #7, Block 5, Stephen Jones Survey, Brazos County, Texas, according to Road Dedication plat recorded in Volume 314, Page 263, Deed Records of Brazos County, Texas.

RECORDED  
Brazos County

Aug 26, 2004

SOME OF THESE  
I hereby certify that this instrument was  
filed on the date and time stamped herein by me  
and was duly recorded in the public and page  
of the record records of  
Brazos County  
as stamped herein by me.

Receipt Number - 249350  
By,  
Teresa Ramirez

Recorded Number 00867570  
Amount 47.00

Filed for Record in  
Brazos County  
On: Aug 26, 2004 at 02:48P

Exhibit "G"  
Page 1 of 1 Pages

DECLARATION OF COVENANTS,  
CONDITIONS AND RESTRICTIONS  
LOTS IN FRANKLIN ESTATES

THE STATE OF TEXAS §  
§  
COUNTY OF BRAZOS §

WHEREAS, the undersigned owners of parcels or tracts in Franklin Estates, herein after called Declarant, of an unrecorded subdivision of land in Brazos County, Texas, called Franklin Estates, which parcels are particularly described in exhibits to this Declaration, as identified beside the signatures of each of the undersigned owners below (the "Property").

WHEREAS, Declarant desires to own, use and convey the Property subject to certain protective covenants, conditions and restrictions as hereinafter set forth for the benefit of the present and future Owners of the Property;

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS, that it is hereby declared (i) that all of the Property shall be held, sold, conveyed and occupied subject to the following covenants, conditions and restrictions, which are for the purpose of protecting the value and desirability of, and which shall run with, the Property and which shall be binding on all parties having any right, title, or interest in or to the Property or any part thereof, their heirs, successors, and assigns, and which shall inure to the benefit of each Owner thereof; and (ii) that each contract or deed that may hereafter be executed with regard to the Property or any portion thereof shall conclusively be held to have been executed, delivered and accepted subject to the following covenants, conditions and restrictions regardless of whether or not the same are set out or referred to in said contract or deed.

ARTICLE 1.  
DEFINITIONS

Unless the context otherwise specifies or requires, the following words and phrases when used in this Declaration shall have the meanings hereinafter specified:

1.01 Declaration. "Declaration" shall mean this instrument as it may be amended from time to time.

1.02 Owner. "Owner" or "Owners" shall mean a person or persons, entity or entities holding a fee simple interest in any Parcel on the Property, but shall not include a Mortgagee, unless such Mortgagee becomes the "Owner" or "Owners" through repossession of the Parcel or Parcels of land.

1.03 Parcel. "Parcel" or "Parcels" shall mean any parcel or parcels of land within the Property which is described on the attached exhibits together with all improvements located thereon.

ARTICLE 2.  
GENERAL RESTRICTIONS

All of the Property shall be owned, held, encumbered, leased, used, occupied and enjoyed subject to the following limitations and restrictions:

2.01 No noxious or offensive trade or activity shall be carried on upon any parcel nor shall anything be done thereon which may be or become an annoyance or nuisance to the neighborhood.

2.02 No commercial activity of any kind, except those allowed in the original deed restrictions only for specified agricultural operations, shall be conducted on any Parcel within the subdivision. "Commercial Activity" shall include, but not be limited to, the offering for sale of any product or service, or the manufacture or growth of any product other than the allowable agriculture products, for purposes of sale, without regard to whether such activities are conducted in or from residential dwellings or otherwise, or the operation of a feed lot, or breeding farm, dairy, or poultry facility. Commercial poultry and swine production and facilities are prohibited.

2.03 No part of the Property shall be used or maintained as dumping grounds for rubbish, trash, or garbage. Equipment for the storage or disposal of such materials shall be kept in a clean and sanitary condition. No stripped down, wrecked, junked or otherwise wholly inoperable vehicle shall be kept, parked, stored and/or maintained on any portion of the driveway and/or front yard in front of the building line of the permanent structure.

2.04 After commencement of construction of any structure or improvement, the work thereon shall be diligently prosecuted to the end that the structure or improvement shall not remain in a partly finished condition any longer than reasonably necessary for completion thereof.

2.05 Any lot containing five (5) or more acres may be re-subdivided into smaller lots or not less than one (1) acre each.

ARTICLE 3.  
RESIDENTIAL RESTRICTIONS

3.01 Only single family residential dwellings and appurtenances ordinary to rural or residential living shall be built on any parcel in the Property. Each parcel in the Property shall be used only for non-commercial rural, residential and recreational purposes, except for those

allowed for agriculture purposes under Section 2.02. To this end, without limitation, the following structures or uses may not be built or used on any parcel of the Property: hospitals, clinics, rest homes, duplex houses, four plexes, apartment homes, mobile homes, manufactured homes, hotels, boarding houses, rooming houses, fraternity houses, sorority houses, or any retail, wholesale, or other business or commercial establishments of any kind. The non-commercial single family residential dwelling may be occupied only by either (a) an owner and persons related to the owner, plus one (1) person who is not related to the owner; or, (b) if the property is not occupied by an owner, one (1) person who is not related to the owner, plus persons related that person. ("Related" means a spouse, parent, grandparent, brother, sister, child, grandchild or other person related by law, blood or marriage). Notwithstanding the above, consulting, teaching or similar in-home business activities that have limited customer activity and "bed and breakfast" or similar activities that have limited customer activity shall be allowed.

3.02 No residential dwelling shall be built without a State of Texas approved septic tank or other sewage disposal system.

#### ARTICLE 4. MISCELLANEOUS

4.01 Term. This Declaration, including all of the covenants, conditions, and restrictions hereof, shall run until January 1, 2014, unless amended as herein provided. After January 1, 2014, this Declaration, including all such covenants, conditions, and restrictions shall be automatically extended for successive period of ten (10) years each, unless amended or terminated by a written instrument executed by the Owners of at least three-fourths (3/4) of the Parcels within the property then subject to this Declaration, filed of record in the Official Records of Brazos County, Texas.

#### 4.02 Enforcement and Nonwaiver.

- (A) Right of Enforcement. Except as otherwise provided herein, any Owner at his own expense, shall have the right to enforce any and all of the provisions of the Declaration. Such right of enforcement shall include both damages for, and injunctive relief against, the breach of any such provision.
- (B) Nonwaiver. The failure to enforce any provision of the Declaration at any time shall not constitute a waiver of the right thereafter to enforce any such provision or any other provision of said restrictions.

#### 4.03 Construction.

- (A) Restrictions Severable. The provisions of the Declaration shall be deemed independent and severable, and the invalidity or partial invalidity of any provision

or portion thereof shall not affect the validity or enforceability of any other provision or portion thereof.

- (B) Singular Includes Plural. Unless the context requires a contrary construction, the singular shall include the plural and the plural the singular and the masculine, feminine or neuter shall each include the masculine, feminine, and neuter.
- (C) Captions. All captions and titles used in this Declaration are intended solely for convenience of reference and shall not enlarge, limit or otherwise affect that which is set forth in any of the paragraphs, sections or articles.
- (D) Choice of Law. This Declaration shall be construed in accordance with the laws of the State of Texas.

IN WITNESS WHEREOF, Declarant has executed this Declaration as of this 3rd day of MARCH, 2004.

OWNERS:

PROPERTY DESCRIBED IN:

by James M. Sims, Jr. TRUSTEE

Exhibit "A"

by Linda S. Sims, Trustee

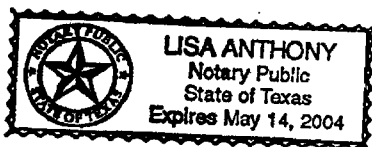
Exhibit "A"

of the James M. Sims, Jr. and Linda S. Sims Revocable Living Trust  
STATE OF TEXAS James M. Sims, Jr. and Linda S. Sims, Trustees

COUNTY OF BRAZOS

This instrument was acknowledged before me on the 3rd day of March

, 2004, by James M. Sims, Jr. Trustee, and  
Linda S. Sims, Trustee. Lisa Anthony  
NOTARY PUBLIC, State of Texas



IN WITNESS WHEREOF, Declarant has executed this Declaration as of this 26 day  
of May, 2004.

OWNERS:

Milton  
Janice Daniels

PROPERTY DESCRIBED IN:

Exhibit "I"

Exhibit "I"

STATE OF TEXAS

COUNTY OF BRAZOS

This instrument was acknowledged before me on the 26<sup>th</sup> day of May  
2004, by Milton & Janice Daniels.



Shirley Butler  
NOTARY PUBLIC, State of Texas

IN WITNESS WHEREOF, Declarant has executed this Declaration as of this 26 day  
of May, 2004.

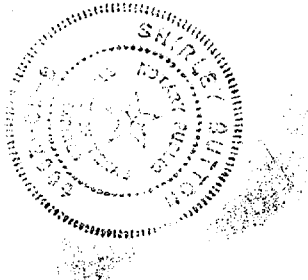
OWNERS: Milton Daniels PROPERTY DESCRIBED IN:

[Signature] Exhibit "I"  
Janice Daniels Exhibit "I"

STATE OF TEXAS

COUNTY OF BRAZOS

This instrument was acknowledged before me on the 26<sup>th</sup> day of May,  
2004, by Milton + Janice Daniels.



Shirley Butler  
NOTARY PUBLIC, State of Texas

HONORABLE KAREN McQUEEN, CLERK OF DISTRICT COURT  
BRAZOS COUNTY

Dec 15, 2004

DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS  
FRANKLIN ESTATES (REIFRANKLINESTATES.RES (1a/th)

STATE OF TEXAS COUNTY OF BRAZOS  
I hereby certify that this instrument was  
filed on the date and time stamped herein by me  
and was duly recorded in the volume and page  
of the named records of:  
BRAZOS COUNTY  
as stamped herein by me.

Filed for Record in:  
BRAZOS COUNTY  
On: Dec 15, 2004 at 04:20P  
As a  
Recordings  
Document Number: 00877361  
Amount 21.00  
Receipt Number - 256861  
By,  
Karen McQueen

Being all of that certain tract or parcel of land lying and being situated in STEPHEN JONES SURVEY, A-27, Brazos County, Texas and being all of that 6.26 acre tract of land conveyed to Louis Burkhalter and wife Georgia B. Burkhalter and recorded in Volume 332 page 417, Deed Records of Brazos County, Texas and being described as follows:

BEGINNING: at a 1/2" iron rod found at the east corner of this tract, same being the north corner of the 5.00 acre tract of land, now or formerly belonging to Sam E. Castoria, Jr. (295/737); also being in the centerline of a County Road called Lightsey Lane;

THENCE: along the common line between this tract and said Castoria tract for the following calls;

S 47°16'19" W - 30.85 feet,  
S 79°57'44" W - 181.14 feet,  
S 2°15'22" W - 55.58 feet,  
S 71°12'19" W - 62.11 feet,  
S 32°49'40" W - 93.91 feet,  
S 12°04'38" W - 66.41 feet,  
N 83°14'58" W - 64.95 feet,  
N 16°12'22" W - 74.29 feet,  
S 28°28'42" W - 78.35 feet and  
S 28°27'55" W - 24.13 feet to a 1/2" iron rod found for corner, same being the most southerly common corner of this tract and said Castoria tract, also being in the northeast line of the Dennis Grunkmeyer 16.00 acre tract (1329/155);

THENCE: along the common line between this tract and said Grunkmeyer tract for the following calls;

N 33°00'19" W - 95.08 feet,  
N 69°31'57" W - 74.41 feet,  
N 72°05'52" W - 78.00 feet,  
N 40°53'48" W - 91.26 feet,  
N 62°51'28" E - 86.78 feet,  
N 49°08'32" W - 162.35 feet, and  
N 9°43'50" E - 68.73 feet to the most southerly common corner of this tract and the J. B. Armstrong et ux Leafy 16.67 acre tract (248/592);

THENCE: along the common line between this tract and said Armstrong tract for the following calls:

N 85°36'21" E - 71.85 feet,  
N 39°42'48" E - 88.80 feet,  
N 54°05'15" E - 54.11 feet,  
N 24°06'12" E - 211.07 feet and  
N 27°57'20" E - 33.00 feet to a 1/2" iron rod set for the most northerly common corner of this tract and said Armstrong tract, same being in the centerline of said Lightsey Lane;

THENCE: S 46°13'11" E - 659.94 feet along said Lightsey Lane centerline to the PLACE OF BEGINNING; and containing 6.26 acres of land, more or less, according to a survey made on ground under the supervision of Donald D. Garrett, Registered Professional Land Surveyor, No. 2972 on October 12, 1993.