Hood County Clerk
201 W Bridge Street
PO BOX 339
Granbury Texas, 76048
Phone: 817-579-3222

Document Number: 2013-0010002 -
Filed and Recorded - Real Records

SECOND AMENDMENT DECLARATION COVENANTS

Grantor: ORCHARDS ON THE BRAZOS LLC

Pages: 6

Recorded On: 08/16/2013 03:31 PM

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Notes:

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.

I hereby certify that this instrument was filed and duly recorded in the Official Records of Hood County, Texas

Mary Burnett
County Clerk
Hood County, Texas

Return To:

CENTRAL TEXAS TITLE - MAIN
105 E. PEARL
GRANDBURY, TX 76048

CENTRAL TEXAS TITLE
1390403

SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR ORCHARDS ON THE BRAZOS

This SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR ORCHARDS ON THE BRAZOS (this "Amendment") is made by ORCHARDS ON THE BRAZOS, LLC, a Texas limited liability company ("Declarant").

RECITALS:

A. Declarant is the owner of that certain tract of land located in Hood County, Texas, containing approximately 190.64 acres of real property, as more particularly described on Exhibit A attached hereto (the "Property").

B. Declarant executed that certain Declaration of Covenants, Conditions and Restrictions for Orchards on the Brazos, recorded on June 5, 2013 as Document No. 2013-0008080 of the Official Public Records of Hood County, Texas (the "Declaration"), covering the Property.

C. Declarant executed that certain First Amendment to Declaration of Covenants, Conditions and Restrictions for Orchards on the Brazos, recorded on 8-9-13, 2013 as Document No. 2013-0009648 of the Official Public Records of Hood County, Texas (the "Declaration"), covering the Property

D. Declarant now desires to exercise its rights under the Declaration to further amend the Declaration.

NOW THEREFORE, for and in consideration of the premises and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Declaration is hereby amended as follows:

1. The first sentence of Section 6.11 of the Declaration is hereby deleted in its entirety and replaced with the following in lieu thereof:

> "The lien described in this Article VI shall attach to the Lot as of the date of the recording of these Restrictions and shall be superior to any and all charges, liens or encumbrances which may hereafter in any manner arise or be imposed upon any such Lot whether arising from or imposed by judgment or decree or by any agreement, contract, mortgage, deed of trust or other instrument, except (i) such liens for taxes or other public charges as are by applicable law made superior, and (ii) all deeds of trust, mortgages, vendors liens and other liens to secure debt given to secure a loan the proceeds of which are used (1) to purchase such Lot or Lots (together with any and all Improvements which may from time to time be placed or located thereon) or (2) to finance the construction, repair or alteration of Improvements on such Lot or (3) to finance the equity of an Owner or such Lot in accordance with the Texas Constitution Article XVI, Section 50(a)(6). A person or entity acquiring a lien or encumbrance on a Lot after these Restrictions are recorded shall acknowledge, by the act of filing an instrument creating such lien, that such lien or encumbrance is inferior to the continuing lien for the charges and liens provided herein, whether or not such acknowledgement is specifically stated in the instrument creating the lien or encumbrance, except as provided by Subsections (i) and (ii) above. Notwithstanding the foregoing, however, subordination of the continuing charge and lien provided herein applies only to Assessments due and payable prior to the foreclosure sale

of superior liens referenced above, and such foreclosure sale will not relieve future liability for Assessments thereafter due nor the continuing charge and lien securing payment thereof."

2. Amendment. Except as expressly modified herein, the Declaration remains unmodified and in full force and effect. All terms used herein with initial capital letters and not otherwise defined shall have the meanings specified in the Declaration.

[The Remainder of this Page is Intentionally Left Blank]

IN WITNESS WHEREOF, Declarant has caused this Amendment to be executed on the 15 day of AUGUST, 2013.

DECLARANT:

ORCHARDS ON THE BRAZOS, LLC,
a Delaware limited liability company,

By: National Land Partners II, LLC
a Delaware limited liability company,
its sole member

By: American Land Partners, Inc.
a Delaware corporation,
its Manager

By: _____
Oscar Rohne, Authorized Agent

STATE OF TEXAS §
§
COUNTY OF HOOD §

This instrument was acknowledged before me on the 15 day of Aug., 2013, by Oscar Rohne, Authorized Agent of American Land Partners, Inc., a Delaware corporation, manager of National Land Partners II, LLC, a Delaware limited liability company, the sole member of ORCHARDS ON THE BRAZOS, LLC, a Delaware limited liability company, on behalf of said limited liability company.

[SEAL]

Betty Pierson
Notary Public, State of Texas

My Commission Expires:

BETTY PIERSON
NOTARY PUBLIC
STATE OF TEXAS
My Comm. Expires 02-07-2017

Betty Pierson
Printed Name of Notary

EXHIBIT A

Property

BEING a tract of land situated in the Thomas Stewart Survey, Abstract Number 857, Hood County, Texas same being described by deed to The Orchards on the Brazos and recorded in Document Number 2013-0000409, of the Deed Records of Hood County, Texas (D.R.H.C.T.), said tract of land being more particularly described by metes and bounds as follows: (Bearings referenced to State Plane Grid - Texas North Central Zone (4202) NAD83 as established using GPS Technology in conjunction with the RTK Cooperative Network.)

BEGINNING at set 5/8 inch iron rod with yellow cap marked "BHB" (set iron rod) being along the southern bank of the Brazos river and being the northwest corner of the said The Orchards on the Brazos tract, same being the northeast corner of a tract of land described by deed to Perry J. Adams and recorded in Volume 63, Page 817, of the Deed Records of Somervell County, Texas (D.R.S.C.T.). From said set iron rod a found concrete monument with aluminum disc marked "RPS 314 Mon. No. 1373 bears South 41°59'54" East, a distance of 22.64 feet;

THENCE along the southern bank of the Brazos river the following bearings and distances:

North 42°21'32" East, a distance of 764.05 feet to a point from which a found 4 inch metal pipe post bears South 46°13'07" East, a distance of 16.04 feet;

North 47°44'48" East, a distance of 498.73 feet to a point from which a found 2 inch metal pipe post bears South 42°08'31" East, a distance of 17.92 feet;

North 51°35'00" East, a distance of 167.53 feet to a point from which a found 4 inch metal pipe post bears South 38°30'19" East, a distance of 15.98 feet;

North 64°55'17" East, a distance of 267.62 feet to a point from which a found 2 inch metal pipe post bears South 24°30'23" East, a distance of 20.26 feet;

North 73°07'22" East, a distance of 341.14 feet to a point from which a found 4 inch metal pipe post bears South 16°02'34" East, a distance of 25.03 feet;

North 85°38'12" East, a distance of 272.90 feet to a point from which a found 2 inch metal pipe post bears South 05°00'52" East, a distance of 22.21 feet;

North 83°27'50" East, a distance of 286.19 feet to a point from which a found 2 inch metal pipe post bears South 00°14'59" East, a distance of 54.19 feet;

South 69°28'07" East, a distance of 126.69 feet to a point from which a found 4 inch metal pipe post bears South 05°07'59" West, a distance of 21.10 feet;
South 85°55'00" East, a distance of 367.81 feet to a point from which a found 5/8 inch iron rod with yellow cap marked "RPS 314" bears South 31°44'18" West, a distance of 19.58 feet;

South 77°45'26" East, a distance of 480.65 feet to a point from which a found 5/8 inch iron rod with yellow cap marked "RPS 314" bears South 13°55'17" West, a distance of 32.20 feet;

South 67°53'44" East, a distance of 423.22 feet to a point from which a found 5/8 inch iron rod with yellow cap marked "RPS 314" bears South 22°32'59" West, a distance of 34.00 feet;

South 60°13'18" East, a distance of 397.70 feet to a point from which a found 5/8 inch iron rod with yellow cap marked "RPS 314" bears South 30°34'48" West, a distance of 39.06 feet;

South 49°03'41" East, a distance of 349.31 feet to a point from which a found 5/8 inch iron rod with yellow cap marked "RPS 314" bears South 37°58'31" West, a distance of 22.15 feet;

South 32°45'20" East, a distance of 339.89 feet to a point for the northeast corner of the aforementioned The Orchards on the Brazos tract, same being the northwest corner of a land described by deed to Byron Stinson and recorded in Volume 45, Page 789, D.R.S.C.T.;

THENCE South 41°57'35" West, departing said southern bank and with the common property line between the said The Orchards on the Brazos tract and the said Stinson tract at a distance of 13.06 feet passing a found concrete monument with aluminum disc marked "RPS 314 Mon. No. 1344", and pass at a distance of 29.95 feet a found 5/8 inch iron rod with yellow cap marked "Vaughn 1807" in all a total distance of 480.10 feet to a found 5/8 inch iron rod with aluminum cap, illegible;

THENCE South 43°11'33" West, continuing with the said common property line, a distance of 902.42 feet to a found concrete monument with aluminum disc marked "RPS 314 Mon. No. 1472"

THENCE South 43°35'15" West, continuing with the said common property line, a distance of 1465.03 feet to set iron rod being on the Hood and Somervell County line. From said iron rod, a found 5/8 inch iron rod with aluminum cap, illegible, bears South 43°35'15" West, a distance of 496.53 feet being the southernmost property corner of the aforesaid The Orchards on the Brazos tract and being the southwest property corner of the aforesaid Stinson tract and being in the easternmost line of the aforementioned Adams tract;

THENCE South 88°33'49" West, departing said common line, and with the said County line, a distance of 651.64 feet to a set iron rod being in the common line between the said Adams tract and the said The Orchards on the Brazos tract from the said iron rod the said found 5/8 inch iron rod with aluminum cap bears South 41°59'54" East, a distance of 461.96 feet;

THENCE North 41°59'54" West, departing the said County line and with the said common line between the Adams tract and the said The Orchards on the Brazos tract, a distance of 2511.71 feet to the POINT OF BEGINNING and CONTAINING 190.636 acres or 8,304,110 square feet of land more or less.

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