



Magnolia-Lonestar, Inc.

Declaration Of Restriction

This Declaration of Restriction ("Declaration") is made by ("Declarant")
Magnolia-Lonestar, Inc.

- A. Declarant is the owner of the following described property in Bell County, Texas (the "Property"):
202.472 acres of land, more or less, in Bell County, Texas, described in Deed recorded in Volume 4727, Pages 306-307 Deed records of Bell County, Texas, and being further described by metes and bounds in Exhibit "A" attached hereto and made part hereof.
- B. Declarant desires to impress upon the property certain restrictions regulating the use of the property.
- C. Declarant intends the restrictions to run with the land and be binding on and insure to the benefit of all present and future owners of and all other parties claiming an interest in and to the Property, and their respective heirs, successors and assigns.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Declarant hereby adopts the following restrictions affecting the Property:

Articles 1 - Restrictions

- 1.1 No mobile home or temporary structure shall be permitted on the property. No building previously constructed elsewhere shall be moved onto the Property. Travel trailers or campers shall be permitted for camping or recreational use, for a period not to exceed two years. Travel trailers or campers may not be used as a residence.
- 1.2 No residential dwelling shall be constructed on the property of less than 1,500 square feet of living area, measured to the outside of exterior walls and exclusive of garages, porches, patios, decks and attached accessory buildings.
- 1.3 No building shall remain uncompleted for more than one year after construction has commenced.
- 1.4 No noxious or offensive activity shall be carried on upon the Property, nor shall anything be done thereon which may be or may become an annoyance or nuisance to any owner of the property.

VOL. 5159 PAGE

94

- 1.5 No commercial activity, including manufacturing or industrial activity, except for the raising of livestock, farming of crops and making hay, shall be permitted on the property.
- 1.6 The property shall not be used or maintained as a dumping ground for rubbish, chemical or waste materials of any kind.
- 1.7 No junk or wrecking yards shall be permitted on the Property.
- 1.8 No unused, inoperable or abandoned vehicles shall be permitted in the Property.
- 1.9 No swine shall be kept on the Property except as stated in Article 1, Section 1.10.
- 1.10 4-H Club and/or FFA Animals. If any member of an Owner's household located on the Property is under the age of 19 and is a bona-fide member of a 4-H Club or the Future Farmers of America, then two animals per each such member (not to exceed three (3) members) shall be permitted for the purpose of raising such animals for competition or as a part of a club project. Facilities to keep such animals shall be constructed on the Lot and shall comply with Article I Section 1.11.
- 1.11 Stalls, corals, pens, barns, fences, to other related facilities which are necessary to prevent the keeping of such animals from becoming a nuisance shall be kept in a neat and clean condition so as not to create a nuisance. *The minimum distance a horse or animal can be kept in such facility from a property line fronting on a public street is 150 feet, and 50 feet from the side and the rear property lines.*
- 1.12 Unless a greater set back requirement is contained elsewhere in these Restrictions, no building or other requirement is contained elsewhere in these restrictions; on lots 1,2,3 and 4 no building or other structure shall be placed on any lot nearer the public street than 100 feet. No building shall be placed nearer than 50 feet from the side and rear lot lines. On lots 9,10,11 and 12 no building or other structure shall be placed on any lot nearer the public street than 50 feet from the front property line; and no building or other structure shall be placed nearer than 25 feet from the rear or side property lines.
- 1.13 No kennels or other tightly confined areas that will create a nuisance will be permitted for confining household pets may be kept, bred or maintained for commercial purposes.
- 1.14 Resubdivision of a Lot or Lots shall be permitted provided that such resubdivision shall be approved by Bell County and meet all county requirements.
- 1.15 No rifles may be discharged on any Lot of less than 25 acres, except that rifle for protection of the Owner's family and property may be maintained on the premises.

Article 2 - General

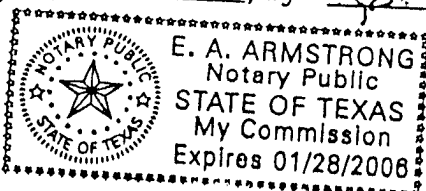
- 2.1 If any person or entity shall violate or attempt to violate the Declaration, it shall be lawful for any record owner of any portion of the Property to prosecute preceding at law or in equity against such a person or entity violating or attempting to violate the Declaration for damages or injunctive relief to prevent such person or entity from violating or attempting to violate this declaration.
- 2.2 This Declaration may be modified, amended or terminated only by written consent of all the record owners of the Property at the time of such modifications, amendment or termination.
- 2.3 This Declaration shall be a covenant running with the land, and the terms and provisions of this declaration shall be binding upon and inure to the benefit of all present and future owners of and all other parties claiming an interest in and to the Property, and their respective heirs, successors and assigns, for a period of thirty (30) years after the date hereof at which time this Declaration
- 2.4 This declaration contains the entire agreement concerning the rights and restrictions herein described. No oral representations or modifications concerning this Declaration shall be binding unless memorialized in a written document signed by all the record owners of the property.
- 2.5 In the event of any controversy, claim or dispute arising out of or relating to this Declaration or the breach thereof, the prevailing party shall be entitled to recover from the losing party reasonable attorney's fees, expenses and costs.
- 2.6 If any part or provision of the Declaration shall be declared invalid, by judgment or court order, the same shall in no wise affect any of the other provisions of this Declaration shall remain in full force.
- 2.7 Failure at any time to enforce the Declaration, whether any violations thereof are known or not, shall not constitute a waiver or estoppels of the right to do so from time to time thereafter.

VOL. 5159 PAGE 96

Executed this 26th day of Sept., 2003

[Signature]
Ken Burge, President
Magnolia-Lonestar, Inc.

Witnessed this 26 day of September, 2003, in the county of Bell, Texas, by E. A. Armstrong
Notary signature



TRACT I

FIELD NOTES for a tract of land in Bell County, Texas, part of the John Beal Survey, Abstract No. 70, and the land herein described being a part of that certain 200 acre tract of land described as "First Tract" in a warranty deed of gift from Lavada Hamilton House, et al, to Bell County, a Political Subdivision of the State of Texas, said deed being of record in Volume 2804, Page 78, Deed Records of Bell County, Texas.

BEGINNING at a 1/2" iron rod found in the intersection of the south right-of-way of Paddy Hamilton Road with the east line of the 200 acre tract and being in the west line of a 214.50 acre tract described in a deed to Thomas Ewell Sanderford, Jr., of record in Volume 976, Page 227, Deed Records of Bell County, Texas, for the northeast corner of this.

THENCE S. 20°44'59" W., 3433.06 feet (deed S. 19° W.) with the east line of the 200 acre tract and the west line of the Sanderford 214.50 acre tract and a 115.00 acre tract described in a Volume 976, Page 227, to a 3/8" iron rod set in the north line of a 235 acre tract described in a warranty deed to John B. Messer of record in Volume 238, Page 425, being the southwest corner of the 115.00 acre tract and the southeast corner of the 200 acre tract, for the southeast corner of this.

THENCE N. 69°21'14" W., 2076.00 feet (deed N. 71° W., 2086.11 feet) to a 1/2" iron rod found, being the northwest corner of the Messer 235 acre tract and the southwest corner of the 200 acre tract and being in the east line of a 224 acre tract described in a deed to Glenn R. Baird and wife Dorothy Baird of record in Volume 976, Page 510, Deed Records of Bell County, for the southwest corner of this.

THENCE N. 19°00'00" E., 2901.09 feet (deed N. 19° E.) with the west line of the 200 acre tract, and the east line of the Baird 224 acre tract and the east line of a 5.00 acre tract described in a deed to Carl Drake in Volume 3234, Page 179, a 10.00 acre tract described in a contract of sale and purchase to Carl Drake of record in Volume 3234, Page 179 and with the east line of the remainder of a 113.43 acre tract described in a deed to the J.L. Shepherd Family L.P. of record in Volume 3562, Page 702, to a 1" iron pipe found in the south right of way of Paddy Hamilton Road, being the northeast corner of the 113.43 acre tract, for the northwest corner of this.

THENCE S. 83°11'06" E., 2230.21 feet with the south right of way of Paddy Hamilton Road to the PLACE OF BEGINNING containing 154.00 acre of land.

The bearings for the above description are based upon the west line of the 200 acre tract as described in Volume 2804, Page 78, Deed Records of Bell County, Texas.

EXHIBIT "A"

TRACT II

FIELD NOTES for a tract of land in Bell County, Texas, part of the John Beal Survey, Abstract No. 70, and the J.M. Porter Survey, Abstract No. 648, and the land herein described being a part of that certain 200 acre tract described as "First Tract" and all of that certain tract of land described as "Second Tract" in a warranty deed of gift from Lavada _____, et al., to Bell County, A Political Subdivision of the State of Texas, said deed being of record in Volume 2804, Page 78, Deed Records of Bell County, Texas.

BEGINNING at a 3/8" iron rod set at the intersection of the north right-of-way of Paddy Hamilton Road with the west line of the 200 acre tract, being the southeast corner of 25.43 acre tract described in a deed to J.L. Shepherd Family L.P., said deed being of record in Volume 3562, Page 702, for the southwest corner of this.

THENCE N. 20°37'26" E., 829.31 feet (deed N. 19° E.) with the west line of the 200 acre tract and the east line of the 25.43 acre tract to a 3/8" iron rod set in the south right-of-way of the G.C. and S.F. Railroad, being the northeast corner of the 25.43 acre tract for the northwest corner of this.

THENCE with the south right-of-way of the G.C. & S.F. Railroad and a curve to the right 620.68 feet (long chord bears N. 76°24'45" E., 620.68 feet, having a radius of 6285.74 feet) to a 3/8" iron rod set.

THENCE continuing with the south right-of-way of the G.C. and S.F. Railroad N. 78°53'53" E., 774.6X feet to a 3/8" iron rod set being the northeast corner of the "Second Tract" for a corner of this.

THENCE S. 11°38'19" E., 444.28 feet (deed S. 15° E.) with the east line of the "Second Tract" to a 3/8" iron rod set in the north line of the 200 acre tract, being the southeast corner of the "Second Tract" and the southwest corner of a 65 acre tract described in a deed to J. Roy Norman of record in Volume 757, Page 425, for an ell corner of this.

THENCE S. 69°24'18" E., 758.43 feet (deed S. 71° E.) with the north line of the 200 acre tract and the south line of the 65 acre tract to a 3/8" iron rod set on the Bank of Nolan Creek, being the northeast corner of the 200 acre tract and the southeast corner of the said 65 acre tract, also being the northwest corner of a 214.50 acre tract described in a deed to Thomas Ewell Sanderford, Jr., of record in volume 976, Page 277, for the northeast corner of this.

THENCE S. 20°22'40" W., 685.69 feet (deed S. 19° W.) with the east line of the 200 acre tract and the west line of the 214.50 acre tract to a 3/8" iron rod set in the north right-of-way of Paddy Hamilton Road for the southeast corner of this.

THENCE N. 82°57'50" W., 2233.24 feet with the north right-of-way of Paddy Hamilton Road to the PLACE OF BEGINNING containing 48.472 acres of land.

The bearings for the above description are based upon the west line of the 200 acre tract as described in Volume 2804, Page 78, Deed Records of Bell County, Texas.