



Project Name: Austin Oaks PUD

Case Manager: Lee Heckman

Team: NPZ-PDR

Case Number: C814-2014-0120

Date Filed: Jul 16, 2014

Update #: 0

Date Dist: Jul 18, 2014

Comment Due Date: AUG 06, 2014

Discipline	Name
✓ NPZ Austin Water Utility Review	Bradley Barron
✓ NPZ Drainage Engineering Review ✗	Benny Ho
✓ NPZ Environmental Review	Atha Phillips
✓ NPZ Fire Review	Ralph Castillo
✓ NPZ Flood Plain Review	Kevin Shunk
✓ NPZ Legal Department Review	Jennie Collins
✓ NPZ Mapping Review	Mapping Review
✓ NPZ Site Plan Review	Donna Galati
✓ NPZ Transportation Review	Amanda Couch
✓ NPZ Water Quality Review ✗	Benny Ho
✓ NPZ Zoning Review	Lee Heckman
✓ NPZ Comprehensive Planning Review	Kathleen Fox
✓ Heritage Tree Review	Keith Mars

NPZ-Electrical

Dave Lambert

✓ Green Building-

Richard Morgan

✓ Notec Team- Debra

✓ Zoning- Andrew Ridda

✓ Neighborhood Housing- Copic

✓ Env. officer- Lesniak

Report run on: 7/16/2014

TO:

FROM: SITE PLAN REVIEW DIVISION

CASE #: C814-2014-0120

TYPE/SUBTYPE Planned Unit Development (PUD)/

PROJECT: Austin Oaks PUD

LOCATION: 3429 EXECUTIVE CENTER DR

CASE MANAGER: Lee Heckman

PHONE: 512-974-7604

FILED FOR UPDATE: Jul 16, 2014

COMMENT DUE DATE AUG 06, 2014

TENTATIVE PC DATE:

REPORT DATE:

TENTATIVE CC DATE:

LANDUSE:

AREA: 31.37

ACRES (SQ FT)

LOTS

EXISTING ZONING: LO - LIMITED OFFICE; SF-3; LR; GR

EXISTING USE: Office

TRACT

ACRES/SQFT

PROPOSED ZONING

PUD - PLANNE

PROPOSED USE

Residential,  
Retail, Office

WATERSHED: Shoal Creek, ,

COUNTY: TRAVIS

JURISDICTION FULL PURPOSE

Urban Watersheds

GRIDS: H30

WATER: COA

GRIDS: J30

ELECTRIC: COA

GRIDS:

SEWERAGE: COA

GRIDS:

PROPERTY DESCRIPTION:

PLAT 0239010312

DEED REFERENCE:

VOL./PAGE /

LEGAL DESCRIPTION:

RELATED CASES (if any):

CD-2014-0010 C8s-78-277 C8s-80-226 C8s-76-062 C8s-77-194

CONTACTS: SP-2619-0058CT; C8s-83-032

Applicant                      DRENNER GROUP                      512-807-2904  
200 Lee Barton Drive Suite 100 AUSTIN TX 78704  
CONTACT: Amanda Swor

Owner                      TWELVE LAKES LLC                      214-740-2300  
2001 BRYAN STREET SUITE 1550 DALLAS TX 75201  
CONTACT: Jon Ruff

Billed To                      SPIRE REALTY GROUP. LP                      512--  
117 WEST LOOP SOUTH SPACE 675 HOUSTON TX 77027  
CONTACT:

# ZONING

## APPLICATION FOR ZONING

### PROJECT INFORMATION

DEPARTMENT USE ONLY	
APPLICATION DATE <u>07/16/14</u>	FILE NUMBER(S) <u>C814-2014-D120</u>
TENTATIVE ZAP/PC DATE _____	
TENTATIVE CC DATE <u>8</u>	
CASE MANAGER <u>J. Heckman</u>	CITY INITIATED YES NO
APPLICATION ACCEPTED BY _____	ROLLBACK YES NO

### OTHER PROJECT DATA

OWNER'S NAME: <u>Twelve Lakes LLC</u>
PROJECT NAME: <u>Austin Oaks PUD</u>
PROJECT STREET ADDRESS (or Range): <u>3429,3409,3520,3420,3445,3636,3721,3701,3737,3724 Executive Center &amp; 7718,7719,7601 Wood Hollow</u>
<u>Austin, TX</u> ZIP <u>78731</u> COUNTY: <u>Travis</u>

If project address cannot be defined, provide the following information:

\_\_\_\_\_ ALONG THE \_\_\_\_\_ SIDE OF \_\_\_\_\_ APPROXIMATELY

Frontage ft. \_\_\_\_\_ (N,S,E,W) Frontage road \_\_\_\_\_

\_\_\_\_\_ FROM ITS INTERSECTION WITH \_\_\_\_\_

Distance \_\_\_\_\_ Direction \_\_\_\_\_ Cross street \_\_\_\_\_

TAX PARCEL NUMBER(S): 0239010312,0239010308,0239010802,024101102,024101101,0241010908,0241010909,0241010910,0142011401,0241011002,0241011003,0239010313,0239010312

Is Demolition proposed? Yes

If yes, how many residential units will be demolished? 0 Unknown \_\_\_\_\_

Type of Residential Unit: SF, duplex, triplex, townhouse/condos, multi-family, manufactured homes \_\_\_\_\_

Number of Proposed Residential units (if applicable): 610 If Yes, How many?

\_\_\_\_\_ 1 Bedroom \_\_\_\_\_ Affordable \_\_\_\_\_ 2 Bedroom \_\_\_\_\_ Affordable

\_\_\_\_\_ 3 Bedroom \_\_\_\_\_ Affordable \_\_\_\_\_ 4 or more Bedroom \_\_\_\_\_ Affordable \_\_\_\_\_ Unknown

### AREA TO BE REZONED:

ACRES 31.37 OR SQ FT \_\_\_\_\_

Existing Zoning	Existing Use	Tract #	# of Acres/SF	Max # of Res Units Per Acre
LO,SF-3	Office	_____	31.37 acres	_____
LR,GR	_____	_____	_____	_____
_____	_____	_____	_____	_____
Proposed Zoning	Proposed Use	Tract #	Proposed # of Acres/SF	Max # of Res Units Per Acre
_____	Residential, Retail	_____	31.37 acres	_____
PUD	Office	_____	_____	_____
_____	_____	_____	_____	_____
			Proposed Total # of Units Per Acre	
			_____	
			_____	
			_____	

Name of Neighborhood Plan: \_\_\_\_\_

## ZONING

### RELATED CASES

NEIGHBORHOOD PLAN AMENDMENT (YES / NO)	FILE NUMBER:
ACTIVE ZONING CASE (YES / NO)	FILE NUMBER:
RESTRICTIVE COVENANT (YES / NO)	FILE NUMBER: 7752-732
SUBDIVISION (YES / NO)	FILE NUMBER: C8S-78-277, C8S-80-226, C8S-76-062, C8S-77-194, C8S-83-032
SITE PLAN (YES / NO)	FILE NUMBER: SP-2013-0058CT

### PROPERTY DESCRIPTION

(For the portion affected by this application) Provide either subdivision reference OR metes & bounds description.

1. **SUBDIVISION REFERENCE:** Name: See Attachment A Block(s)      Lot(s)      Outlot(s)      Plat Book      Page
2. **METES AND BOUNDS** (Attach two copies of certified field notes) **FILE NUMBER:**

### DEED REFERENCE OF DEED CONVEYING PROPERTY TO THE PRESENT OWNER:

VOLUME:      PAGE:      OR DOCUMENT # 2013190871  
SQ. FT:      or ACRES     

Is this a SMART Housing Project? Yes No  
If residential, is there other Tax Credits or Local/State/Federal funding? Yes No

### OTHER PROVISIONS

IS A VARIANCE TO THE SIGN ORDINANCE BEING REQUESTED? YES / NO  
IS PROPERTY IN A COMBINING DISTRICT / OVERLAY ZONE? YES / NO  
TYPE OF COMBINING DIST/OVERLAY ZONE (NP, NCC, CVC, WO, etc) Loop 1 Scenic Roadway  
NATIONAL REGISTER DISTRICT? YES / NO  
URBAN RENEWAL ZONE? YES / NO  
IS A TIA REQUIRED? YES / NO TRIPS PER DAY:       
GRID NUMBER (S) H30 J30

WATERSHED: Shoal Creek WS CLASS: Urban  
WATER UTILITY PROVIDER: City of Austin  
WASTEWATER UTILITY PROVIDER: City of Austin  
ELECTRIC UTILITY PROVIDER: Austin Energy  
SCHOOL DISTRICT: AISD

### OWNERSHIP INFORMATION

TYPE OF OWNERSHIP SOLE COMMUNITY PROPERTY PARTNERSHIP CORPORATION TRUST  
If ownership is other than sole or community property, list the individuals, partners, principals, etc. below or attach a separate sheet.

### OWNER INFORMATION

SIGNATURE: <u>[Signature]</u>	NAME: <u>Jon Ruff</u>
FIRM NAME: <u>Twelve Lakes LLC</u>	TELEPHONE NUMBER: <u>214-740-2300</u>
STREET ADDRESS: <u>2001 Bryan Street, Suite 1550</u>	
CITY/STATE/ZIP: <u>Dallas, TX 75201</u>	
<b>AGENT / PRINCIPAL CONTACT (If applicable)</b>	
SIGNATURE: <u>[Signature]</u>	NAME: <u>Amanda Swor</u>
FIRM NAME: <u>Drenner Group</u>	TELEPHONE NUMBER: <u>512-807-2904</u>
STREET ADDRESS: <u>200 Lee Barton Drive Suite, 100</u>	
CITY/STATE/ZIP: <u>Austin, TX 78704</u>	
CONTACT PERSON: <u>    </u> TELEPHONE NUMBER: <u>    </u>	

# DEVELOPMENT ASSESSMENT & ALTERNATIVE EQUIVALENT COMPLIANCE

## CITY OF AUSTIN TRAFFIC IMPACT ANALYSIS (TIA) DETERMINATION WORKSHEET

APPLICANT MUST FILL IN WORKSHEET PRIOR TO SUBMITTING FOR TIA DETERMINATION

PROJECT NAME: Austin Oaks

LOCATION: Executive Center Drive at Mopac

APPLICANT: Amanda Swor

TELEPHONE NO: 807-2904  
~~512-496-8570~~

APPLICATION STATUS: DEVELOPMENT ASSESSMENT: ☒ ZONING: ☒ SITE PLAN: ☐

### EXISTING:

### FOR OFFICE USE ONLY

TRACT NUMBER	TRACT ACRES	BLDG SQ.FT.	ZONING	LAND USE	L.T.E CODE	TRIP RATE	TRIPS PER DAY
See Attached	Memo						

### PROPOSED

### FOR OFFICE USE ONLY

TRACT NUMBER	TRACT ACRES	BLDG SQ.FT.	ZONING	LAND USE	L.T.E CODE	TRIP RATE	TRIPS PER DAY
See Attached	Memo						

### ABUTTING ROADWAYS

### FOR OFFICE USE ONLY

STREET NAME	PROPOSED ACCESS?	PAVEMENT WIDTH	CLASSIFICATION

### FOR OFFICE USE ONLY

- ☒ A traffic impact analysis is required. The consultant preparing the study must meet with a transportation planner to discuss the scope and requirements of the study before beginning the study.
- ☐ A traffic impact analysis is NOT required. The traffic generated by the proposal does not exceed the thresholds established in the Land Development Code.
- ☐ The traffic impact analysis has been waived for the following reason: \_\_\_\_\_
- ☐ A neighborhood traffic analysis will be performed by the City for this project. The applicant may have to collect existing traffic counts. See a transportation planner for information.

REVIEWED BY: \_\_\_\_\_ DATE: \_\_\_\_\_

### DISTRIBUTION:

- ☐ Sets a postponement date and time at the City Council hearing so that renotification of residents and property owners is not necessary.
- ☐ Limits the time a hearing can be postponed to two months for both proponents and opponents, unless otherwise approved by Council so that renotification of residents and property owners is not necessary.
- ☐ Allows only one postponement for either side, unless otherwise approved by Council.

# ZONING

## SUBMITTAL VERIFICATION

My signature attests to the fact that the attached application package is complete and accurate to the best of my knowledge. I understand that City staff review of this application is dependent upon the accuracy of the information provided and that any inaccurate or inadequate information provided by me/my firm/etc., may delay the review of this application.

PLEASE TYPE OR PRINT NAME BELOW SIGNATURE AND  
INDICATE FIRM REPRESENTED, IF APPLICABLE.

   
Signature Date

Amanda Swor

Name (Typed or Printed)



Drenner Group

Firm

## INSPECTION AUTHORIZATION

As owner or authorized agent, my signature authorizes staff to visit and inspect the property for which this application is being submitted.

PLEASE TYPE OR PRINT NAME BELOW SIGNATURE AND  
INDICATE FIRM REPRESENTED, IF APPLICABLE.

   
Signature Date

Amanda Swor

Name (Typed or Printed)

Drenner Group

Firm

## ZONING

# ACKNOWLEDGMENT FORM

concerning  
Subdivision Plat Notes, Deed Restrictions  
Restrictive Covenants

I, Amanda Swor have checked the subdivision plat notes,  
(Print name of applicant)

deed restrictions, and/or restrictive covenants prohibiting certain uses and/or requiring certain development restrictions i.e. height, access, screening etc. on this property, located at:

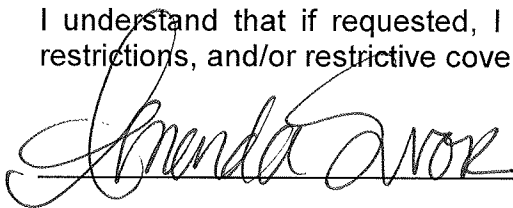
3429,3409,3520,3420,3445,3636,3721,3701,3737,3724 Executive Center

(Address or Legal Description)

& 7718,7719,7601 Wood Hollow Austin, TX 78731

If a conflict should result with the request I am submitting to the City of Austin due to subdivision plat notes, deed restrictions, and/or restrictive covenants, it will be my responsibility to resolve it. I also acknowledge that I understand the implications of use and/or development restrictions that are a result of a subdivision plat notes, deed restrictions, and/or restrictive covenants.

I understand that if requested, I must provide copies of any and all subdivision plat notes, deed restrictions, and/or restrictive covenants as information which may apply to this property.



(Applicant's signature)

7/10/14

(Date)

### POSTPONEMENT POLICY ON ZONING HEARINGS

- Sets a postponement date and time at the City Council hearing so that renotification of residents and property owners is not necessary.
- Limits the time a hearing can be postponed to two months for both proponents and opponents, unless otherwise approved by Council so that renotification of residents and property owners is not necessary.
- Allows only one postponement for either side, unless otherwise approved by Council.
- Requires that all requests for postponements be submitted in writing to the director of the Planning and Development Review Department at least one week prior to the scheduled Council meeting. The written request must specify reasons for the postponement.
- The Director of the Planning and Development Review Department shall provide a recommendation regarding the validity of the postponement request as the Director deems appropriate.
- Eliminates the automatic granting of a postponement of the first request.
- Authorizes Council to consider requests that are not submitted timely.





## EXHIBIT VIII

### EDUCATIONAL IMPACT STATEMENT (EIS) DETERMINATION

#### PART A

If your project is located in one or more of the following school districts, and requires Land Use Commission review; and meets one of the requirements listed below, an Educational Impact Statement is required.

<input type="checkbox"/> YES	<input type="checkbox"/> <u>NO</u>	100 or more single family units are proposed
<input type="checkbox"/> <u>YES</u>	<input type="checkbox"/> NO	200 or more multifamily units are proposed
<input type="checkbox"/> YES	<input type="checkbox"/> <u>NO</u>	100 or more multifamily units are proposed and a tax credit is requested
<input type="checkbox"/> YES	<input type="checkbox"/> <u>NO</u>	project will demolish more than 50 residential existing units in a structure more than 20 years old

Please check the appropriate school district(s).

- ☒ Austin Independent School District
- ☐ Leander Independent School District
- ☐ Pflugerville Independent School District
- ☐ Hays County Independent School District
- ☐ Del Valle Independent School District
- ☐ Round Rock Independent School District
- ☐ Manor Independent School District

If an Educational Impact Statement (EIS) is required, please complete the Educational Impact Analysis (EIA) Part B.

## ZONING



### EDUCATIONAL IMPACT ANALYSIS FORM

#### Part B

#### OFFICE USE ONLY

CASE MANAGER: \_\_\_\_\_

APPLICANT/AGENT: \_\_\_\_\_

CASE NUMBER: \_\_\_\_\_

PROJECT NAME: \_\_\_\_\_

PROJECT ADDRESS: \_\_\_\_\_

PROPOSED USE: \_\_\_\_\_

#### EXISTING RESIDENTIAL UNITS

Existing Number of Residential Units: 0

Number of existing residential units to be demolished: 0

Age of units to be demolished: N/A

#### PROPOSED DEVELOPMENT

Gross Project Acreage: 31.37

Number of lots: 7

Lots per acre: \_\_\_\_\_

#### PROPOSED RESIDENTIAL UNITS

Proposed number of Residential Units: 610

Size of proposed units in square feet (specify range): Unknown

Number of bedrooms per unit: Unknown

## ZONING

### ESTIMATED SELLING / RENTAL PRICE (EXISTING AND PROPOSED)

Estimated selling price of units (specify range): N/A

Estimated rental rates (if applicable): Unknown

Range of monthly rental rates to be demolished: N/A to

Estimated increase in rental rates (specify percentage of increase): N/A

If project is multifamily, will a tax credit be applied for as part of the Smart Housing™ Program? NO

Number of Certified Affordable Dwelling Units (Proposed or Existing) Compliant with PUD Ordinance

### OFF-SITE FAMILY AMENITIES EXISTING WITHIN ONE MILE OF PROJECT

(Open to the public – attach location plan)

Parks/Greenbelts: Hill Park, Stillhouse Hollow Natural Preserve; Pilloco Park; Doss Park; Murchison Park; Lucy Reed Park; Beverley S. Sheffield Northwest Park; Gullett Park

Recreation Centers: Jewish Community Center

Public Schools: Hill Elementary, Anderson High, Pillow Elementary, Magellan Intl. School (Elem/MS), Doss Elementary, Murchison Middle School, Read/ Library Media Center, Austin Montessori School, Gullett Elementary

### PARKLAND DEDICATION

Parkland dedication required? ☒ YES ☐ NO

If yes, please indicate if applicant plans to request fee in lieu or provide parkland.

Fee: ☒ YES ☐ NO

Land: ☐ YES ☒ NO

### ON-SITE FAMILY AMENITIES PROPOSED

Will space be provided for childcare services? ☐ YES ☐ NO ☒ Unknown at this time

Amount of open space required in acres:

Amount of open space provided in acres:

Other proposed amenities: (pools, clubhouse, recreation area): Pools, Clubhouses, etc.

### TRANSPORTATION LINKAGES

Closest Public Transit Location: High Capacity Transit stop proposed at Spicewood and Mopac.

Pedestrian/Bike Routes: Bike and Ped routes will be provided throughout the PUD

## Attachment A

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### **Subdivision Name:**

Kroger Executive Center Unit 2, Resubdivision of a Portion of Lot 3, Lot 3A

Kroger Executive Center Unit 2, Resubdivision of a Portion of Lot 3, Lot 3B

Kroger Executive Center Unit 2, Resubdivision of a Portion of Lot 3, Lot 3C

Kroger Executive Center Unit 3, Lot 5

Kroger Executive Center Unit 3, Resubdivision of Lot 6, Lot 6A

Kroger Executive Center Unit 3, Resubdivision of Lot 6, Lot 6B

Kroger Executive Center Unit 4, Lot 8

Kroger Executive Center Unit 4, Lot 9

Kroger Executive Center Unit 4, Lot 10

Kroger Executive Center Unit 5, Lot 1

Kroger Executive Center Unit 5, Lot 2

Kroger Executive Center Unit 5, Lot 4A

Kroger Executive Center Unit 5, Lot 4B

**Determination of  
Planning Commission or Zoning & Platting Commission  
Assignment**

I, Amanda Swor owner or authorized agent for the following project.

Name of project: Austin Oaks

Address of project: 3429 Executive Center Drive Austin, TX 78731

Case Number: \_\_\_\_\_

**Check One:**

       have verified that this project **does** fall within the boundaries of an approved neighborhood plan or a proposed plan as defines in 25-1-46(D).

Name of neighborhood plan \_\_\_\_\_

Commission assigned: **Planning Commission**

  X   have verified that this project **does not** fall within the boundaries of an approved neighborhood plan.

Commission assigned: **Zoning and Platting Commission**

---

I understand if I have not accurately determined if my project falls inside or outside the boundaries of an approved neighborhood plan, I may experience delays in processing my project through the appropriate commission.

Owner or Agent:  Intake Date: 7/15/14

INTAKE SUBMITTAL CHECKLIST  
ZONING

**City Of Austin Planning and Development Review Department**  
505 Barton Springs Blvd. Austin, TX 78704 Ph. 974-2689, 974-2681 or 974-7208 Fax 974-2620

**Departmental Use Only:**

File Number: C814-2014-0120 Date Issued: \_\_\_\_\_

Intake Specialist: Pepper Thompson Date: \_\_\_\_\_

Information Required for Submittal:

- ☒ 1. Completed application form with all appropriate signatures & Application Fee
- ☒ 2. Signed Submittal Verification and Site Check Permission Forms
- ☒ 3. TIA Determination Form
- ☒ 4. If required, provide five (5) copies of TIA
- ☒ 5. TIA fee, if applicable
- ☒ 6. Two (2) copies of certified field notes for footprint zoning and portion(s) of lot(s) Deed
- ☒ 7. Full size tax maps (1"=100') showing properties within **500'** of zoning request (for CS-1 zoning red-line to include footprint and entire tract); For projects located outside of Travis County, submit a list of names and addresses of all property owners within a 500' radius of the subject tract on a separate 8 1/2"x11" sheet
- ☒ 8. Current Tax Certificate or letter from County Tax Office
- ☐ 9. Copy of receipt if refund for Development Assessment is requested/ granted
- ☒ 10. Letter from Neighborhood Association(s) and positive staff recommendation, if consent agenda is requested.
- ☒ 11. Zoning map showing property to be rezoned
- ☒ 12. Subject to: ZAP X or PC \_\_\_\_\_

Additional Submittal Requirements for Planned Unit Development (PUD):

- ☐ A. Verification that the project has obtained and completed the Developmental Assistance process, including sign-off from the Customer Assistance Team; comment report with sign-off sheet will suffice
- ☐ B. Eighteen (<sup>21</sup>~~18~~) copies of a 24" x 36" generalized land use map which shall include all of the following:  
Project name, legal description, boundary lines with bearings and dimensions, total acreage, north arrow, scale and location map. Existing topography using USGS or City datum at tow (2) foot intervals for the property and adjacent property within 100 feet of the project boundary
- ☐ C. Eighteen (<sup>21</sup>~~18~~) copies of the proposed site development regulations to be established by the Land Use Plan (PUD Report/ Summary)

# DRENNER GROUP

direct dial: (512) 807-2904  
[aswor@drennergroupp.com](mailto:aswor@drennergroupp.com)

July 16, 2014

Mr. Greg Guernsey  
Planning and Development Review Department  
City of Austin  
505 Barton Springs Road  
Austin, TX 78704

Via Hand Delivery

Re: Austin Oaks PUD – Planned Unit Development application for a 31.37 acre piece of property located at the southwest corner of Spicewood Springs Road and Mopac Expressway (the "Property");

Mr. Guernsey:

As representatives of the owners of the above stated Property, we respectfully submit the enclosed development assessment application packages. The project is titled Austin Oaks and is located at the southwest corner of Spicewood Springs Road and Mopac Expressway. Following review of the development assessment, the owners intend to request the rezoning of the Property from LO, Limited Office, LR, Neighborhood Commercial, SF-3, Family Residence, and GR, Community Commercial district zoning to PUD, Planned Unit Development district zoning. The Property is currently developed as a garden style office complex built in the late 1970's to early 1980's. The owner intends to develop the Property as a true mixed-use project with residential, both townhome and multi-family, retail and office uses.

A Development Assessment application was submitted to the City of Austin in conjunction with the PUD process on May 29, 2014. Following comments by City staff, a briefing of the PUD was conducted at City Council on June 26, 2014.

The proposed project will contain approximately 610 dwelling units, 100,000 square feet of retail and 850,000 square feet of office uses. The Traffic Impact Analysis (TIA) is included with this submittal. Based on comments from City staff and interested parties, modifications are being conducted to the study to reflect the modified density and additional trips to be added based on the addition of the Jewish Community Center.

July 16, 2014  
Mr. Guernsey

The proposed PUD is not located within a neighborhood planning area. There are single-family zoned properties within 540 feet of the project. The project will be in full compliance with City of Austin Compatibility Standards and will not seek any variances to such through the PUD.

As described in the attached superiority chart, the proposed PUD meets or exceeds all applicable Tier I and ten of the eleven applicable Tier II requirements as defined in the Land Development Code, thus resulting in a superior development that could not be achieved via conventional zoning.

The PUD intends to seek GR zoning as the base district for the lots to the east of Wood Hollow Drive and LO-MU zoning as the base district for the lots to the west of Wood Hollow Drive. The City Code modifications to be included in the proposed PUD District are as follows:

<b>Code Requirement</b>	<b>Proposed PUD Requirement</b>
Maximum Height: 60 feet	Maximum Height: 225 feet
Maximum FAR: 1:1	Maximum FAR: 1.2:1
Section 25-1-21, Definition of Site: A continuous area intended for development, or the area on which a building has been proposed to be built or has been built. A site may not cross a public street or right-of-way.	Section 25-1-21, Definition of Site: Modification to Section 25-1-21 of the Land Development Code to modify the definition of Site to allow for the PUD to comply with site development regulations on an overall contiguous basis, rather than tract by tract.
Section 25-2-243, Proposed District Boundaries: Boundaries of the districts proposed in a zoning or rezoning application must be contiguous.	Section 25-2-243, Proposed District Boundaries. Modification to Section 25-2-243 of the Land Development Code to allow for the PUD area to be considered contiguous in the zoning application.
Chapter 25-2, Subchapter E: Compliance with the sidewalk standards of Subchapter E.	Chapter 25-2, Subchapter E: Modification to Chapter 25-2, Subchapter E of the Land Development Code to allow alternative equivalent compliance to Sections 2.2.1, 2.2.3 and 3.2.2



July 16, 2014  
Mr. Guernsey

Please let me know if you or your team members require additional information or have any questions. Thank you for your time and attention to this project.

Very truly yours,

 for AWS

Amanda Swor  
Senior Project Manager

Enclosures

cc: Jerry Rusthoven, Planning and Development Review Department, via electronic mail  
Jon Ruff, Spire Realty Group, via electronic mail  
Jonathan McKee, Bury, Inc., via electronic mail  
Bobak Tehrany, Bury, Inc., via electronic mail  
Steve Drenner, Firm  
John Donisi, Firm

Austin Oaks PUD  
Tier 1 & Tier 2 Compliance  
Updated July 10, 2014

Tier I Requirement	Compliance	Superiority
1. Meet the objectives of the City Code.	Yes.	<p>The project is located within an Urban Watershed and the City of Austin Desired Development Zone. The project is situated at the intersection of a Highway and a Major Arterial and is designed as a true mixed-use project containing office, retail and residential uses. This intersection was delineated as a Neighborhood Center in the City's Imagine Austin plan. The project will provide substantial water quality benefits by replacing the current office project on the site (which has no water quality controls) with a project that fully complies with current water quality regulations. Additionally, the project will support affordable housing initiatives and is designed to be compatible with surrounding land uses. Finally, the project will provide density at an intersection that is shown to contain a High Capacity Transit Stop in the Imagine Austin Plan.</p>
2. Provide for development standards that achieve equal or greater consistency with the goals in Section 1.1 than development under the regulations in the Land Development Code.	Yes. Notes 1, 6, 7 & 16	<p>The project will preserve the natural environment by utilizing a design that allows a very high percentage of protected and heritage trees to be preserved. Additionally, the project will replace an office project that has no water quality controls with a mixed-use project that is fully compliant with current water quality regulations.</p> <p>In addition, the project will provide a high quality development by utilizing innovative design and high quality construction. Parking for the residential and office portions of the PUD will be provided in structured parking garages with at-grade parking to support the retail areas. Parking structures will be designed to minimize their visual presence, both architecturally and through screening of parking garages, from neighborhood property owners and public ROW. The architectural design utilizes a multi-building concept that steps down in height from east to west and south to north to minimize the impact to surrounding single family homes.</p>

Austin Oaks PUD  
Tier 1 & Tier 2 Compliance  
Updated July 10, 2014

		<p>The retail areas in the project will provide retail services that are currently needed in the area.</p> <p>The proposed on-site and off-site improvements for the project include enhancing pedestrian and bicycle access to and through the site.</p> <p>The project will meet or exceed the open space requirements contained in the PUD ordinance.</p>
<p>3. Provide a total amount of open space that equals or exceeds 10% of the residential tracts, 15% of the industrial tracts, and 20% of the nonresidential tracts within the PUD, except that:</p> <p>a. A detention or filtration area is excluded from the calculation unless it is designed and maintained as an amenity, and</p> <p>b. The required percentage of open space may be reduced for urban property with characteristic that make open space infeasible if other community benefits are provided.</p>	<p>Yes. Note 3</p>	
<p>4. Comply with the City's Planned Unit Development Green Building Program.</p>	<p>Yes. Note 4</p>	<p>The project will comply with the City's Green Building Program at a 3-Star Level (Note: Staff has interpreted the base standard for this Tier I item to be participation in the City's Green Building Program at a 2-Star Level).</p>

Austin Oaks PUD  
Tier 1 & Tier 2 Compliance  
Updated July 10, 2014

5. Be consistent with the applicable neighborhood plans, neighborhood conservation combining district regulations, historic area and landmark regulations and compatible with adjacent property and land uses.	Yes. Notes 5 & 6	<p>The PUD is proposing redevelopment consistent with the Neighborhood Center vision of the Imagine Austin Plan. The project will provide needed retail services for the surrounding area, as well as new jobs. The residential use within the project will provide necessary density that will support the retail services and that is consistent with a sustainable Neighborhood Center to thrive. In addition, it is estimated that the office space within the redevelopment will provide 3,500 jobs, not including construction jobs, towards the 2,500 to 7,000 job total envisioned within these Centers.</p> <p>The project is not located within a City of Austin Neighborhood Planning Area nor a neighborhood conservation or combining district. The uses and design of the project are compatible with the surrounding properties. The project is fully compliant with all compatibility regulations and all taller office buildings are situated on the eastern and southern edge of the project away from the surrounding single family residential uses.</p>
6. Provide for environmental preservation and protection relating to air quality, water quality, trees, buffer zones and greenbelt areas, critical environmental features, soils, waterways, topography and the natural and traditional character of the land.	Yes. Notes 7, 14, & 16	<p>The project is designed to preserve a high percentage of the protected and heritage trees on the site. Additionally, the project will be fully compliant with all current water quality regulations, thereby providing a substantial benefit since the current office project was built without any water quality controls. Finally, by utilizing structured parking garages and garages underneath office space in a "stacked" arrangement, the project substantially reduces impervious cover levels as compared to the current office project on the site.</p>
7. Provide for public facilities and services that are adequate to support the proposed development including school, fire protection, emergency service and police facilities.	Yes. Note 2	<p>The applicant will discuss with fire, police, and emergency service providers their needs in the area of the project, and if those providers need space within the project, such space will be provided as long as such space does not exceed 1,500 square feet and is located in a mutually satisfactory space within the project.</p>

Austin Oaks PUD  
Tier 1 & Tier 2 Compliance  
Updated July 10, 2014

8. Exceed the minimum landscaping requirements of the City Code.	Yes. Notes 8 & 9	The project will exceed the minimum landscaping requirements of the Code and require the utilization of native and adaptive species and non-invasive plants per the Grow Green Program. In addition, an Integrated Pest Management program will be implemented following the guidelines developed by the Grow Green Program in order to limit the use of pesticides on site (Note: this is not a requirement under the base regulations).
9. Provide for appropriate transportation and mass transit connections to areas adjacent to the PUD district and mitigation of adverse cumulative transportation impacts with sidewalks, trails and roadways.	Yes. Note 12	The project is situated in close proximity to entrance/exit point of the Mopac Managed Lane, currently under construction, allowing easy access into and out of the areas served by Mopac. The Imagine Austin Plan designated the adjacent Mopac/Spicewood Springs intersection as a "High Capacity Transit Stop". Additionally, a Metro Rapid station is located at Anderson Lane east of Mopac, and, a bicycle lane is located along Spicewood Springs allowing direct access to the Metro Rapid Bus Station. Sidewalks in compliance with Chapter 25-2, Subchapter E, Section 2.2.2 (Core Transit Corridor Sidewalk and Building Placement) shall be provided adjacent to all streets that intersect or adjoin the project. A master TIA has been completed for this project and will be reviewed by staff upon formal submittal of the PUD to determine additional transportation improvements needed in the area.
10. Prohibit gates roadways	Yes. Note 11	No gated roadways will be permitted within the PUD (Note: The parking areas within the project to be utilized by residents and office tenants may be gated.)
11. Protect, enhance and preserve the areas that include structures or sites that are of architectural, historical, archaeological or cultural significance.	Not Applicable.	The project does not have any architectural, historical or archeological areas of significance.

Austin Oaks PUD  
Tier 1 & Tier 2 Compliance  
Updated July 10, 2014

12. Include at least 10 acres of land, unless the property is characterized by special circumstances, including unique topographic constraints.	Yes.	The project is over 31 acres and exceeds the 10 acre requirement.
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Austin Oaks PUD  
Tier 1 & Tier 2 Compliance  
Updated July 10, 2014

Tier 1 - Additional PUD Requirements for a mixed use development	Compliance	Superiority
1. Comply with Chapter 25-2, Subchapter E ( <i>Design Standards and Mixed Use</i> )	Yes. Notes 3 & 12	The PUD substantially complies with the Commercial Design Standards and intends to seek alternative equivalent compliance to obtain full compliance with respect to building placement along Mopac.
2. Inside the Urban Roadway boundary depicted in Figure 2, Subchapter E, Chapter 25-2 ( <i>Design Standards and Mixed Use</i> ), comply with the sidewalk standards in Section 2.2.2, Subchapter E, Chapter 25-2 ( <i>Core Transit Corridor Sidewalk and Building Placement</i> ).	Yes. Note 12	The project will construct sidewalks that are consistent with Core Transit Corridor sidewalk requirements for Executive Center Drive and Woodhollow Drive even though those roadways area not designated as Core Transit Corridors..
3. Contain pedestrian oriented uses as defined in Section 25-2-691(C) ( <i>Waterfront Overlay District Uses</i> ) on the first floor of a multi-story commercial or mixed use building.	Yes. Note 13	The PUD will provide a pedestrian oriented use on the first floor of all multi-story commercial or mixed use buildings.

Austin Oaks PUD  
Tier 1 & Tier 2 Compliance  
Updated July 10, 2014

Tier II Requirement	Compliance	Superiority
<p>1. Open Space – Provide open space at least 10% above the requirements of Section 2.3.1.A (<i>Minimum Requirements</i>). Alternatively, within the Urban Roadway boundary established in Figure 2 of Subchapter E of Chapter 25-2 (<i>Design Standards and Mixed Use</i>), provide for proportional enhancements to existing or planned trails, parks, or other recreational common open space in consultation with the Director of the Parks and Recreation Department.</p>	<p>Yes. Note 3</p>	<p>The PUD will provide open space at a level at least 25% above the requirements of Section 2.3.1A.</p>
<p>2. Environment:</p> <ul style="list-style-type: none"> <li>a. Does not request exceptions to or modifications of environmental regulations.</li> <li>b. Provides water quality controls superior to those otherwise required by code.</li> <li>c. Uses innovative water quality controls that treat at least 25% additional water quality volume and provide 20% greater pollutant removal, in addition to the minimum water quality volume required by code.</li> <li>d. Provide water quality</li> </ul>	<p>Yes. Notes 2, 7, 14 &amp; 15</p>	<p>The PUD will bring over 30 acres of currently untreated area into compliance with City code from a water quality treatment standpoint. Additionally, the project prohibits uses that may contribute air and water quality pollutants (e.g., Automotive Repair Services, Automotive Washing). Such uses are presently allowed on the site pursuant to existing zoning and other regulations.</p> <p>The PUD will restrict impervious cover by (a) a minimum of 15% below the maximum allowed by “GO” zoning regulations (90%) and (b) a minimum of ____% below the maximum allowed “LO-MU” zoning regulations.</p>



Austin Oaks PUD  
Tier 1 & Tier 2 Compliance  
Updated July 10, 2014

<p>treatment for currently untreated, undeveloped off-site areas with a drainage area of at least 25% of the subject tract.</p> <p>e. Reduces impervious cover or single-family density by 5% below the maximum otherwise allowed by code or include off-site measures that lower overall impervious cover within the same watershed by five percent below that allowed by code.</p> <p>f. Provide minimum 50-foot setback for unclassified waterways with a drainage area of five acres or greater.</p> <p>g. Provides at least a 50% increase in the minimum waterway and critical environmental feature setbacks required by code.</p> <p>h. Clusters impervious cover and distributed areas in a manner that preserves the most environmentally sensitive areas of the site that are not otherwise protected.</p> <p>i. Provides pervious paving for at least 50% or more of all paved areas in non-aquifer</p>		
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Austin Oaks PUD  
Tier 1 & Tier 2 Compliance  
Updated July 10, 2014

<p>recharge areas.</p> <ul style="list-style-type: none"> <li>j. Prohibits uses that may contribute to air or water quality pollutants.</li> <li>k. Employ other creative or innovate measures.</li> </ul>		
<p>3. Austin Green Builder Program – Provides a rating under the Austin Green Builder program of three stars or above.</p>	<p>Yes. Note 4</p>	<p>The project will meet the Austin Green Builder program at a 3-star level.</p>
<p>4. Art – Provides art approved by the Art In Public Places Program in open spaces, either by providing the art directly or by making a contribution to the City's Art In Public Places Program or a successor program.</p>	<p>Yes. Note 17</p>	<p>The project will provide art approved by the Art In Public Places Program on-site.</p>
<p>5. Great Streets – Complies with City's Great Streets Program, or a successor program. Applicable only to commercial retail, or mixed-use development that is not subject to the requirements of Chapter 25-2, Subchapter E (<i>Design Standards and Mixed Use</i>)</p>	<p>Not applicable.</p>	<p>The PUD is subject to, and will comply with, the requirements in Chapter 25-2, Subchapter E (Design Standards and Mixed Use).</p>

Austin Oaks PUD  
Tier 1 & Tier 2 Compliance  
Updated July 10, 2014

6. Community Amenities – Provides community or public amenities, which may include space for community meetings, day care facilities, non-profit organizations, or other uses that fulfill an identified community need.	Yes. Note 18	The project will provide community meeting space within the project that is available to community neighborhood groups and non-profit organization.
7. Transportation – Provides bicycle facilities that connect to existing or planned bicycle routes or provides other multi-modal transportation features not required by code.	Yes. Note 19 & 24	The project will provide bicycle parking for retail patrons, as well as its residents, at above-code levels. The project will provide 40 public dedicated spaces for public use in charging electric vehicles within the project parking garages.  A TIA will be provided with the formal PUD submittal and additional on and off site improvements will be identified at that time.
8. Building Design – Exceed the minimum points required by the Building Design Options of Section 3.3.2 of Chapter 25-2, Subchapter E ( <i>Design Standards and Mixed Use</i> )	Yes. Note 20	Subchapter E requires that all projects achieve at least one point from the table in section 3.3.2. The PUD will exceed the minimum points by achieving a minimum of 5 building design points.
9. Parking Structure Frontage – In a commercial or mixed-use development, at least 75% of the building frontage of all parking structures is designed for pedestrian-oriented uses as defined in Section 25-2-691 (C) ( <i>Waterfront Overlay District Uses</i> ) in ground floor spaces.	No	It is not feasible to have such a high percentage of pedestrian oriented uses on the ground floor of all parking garages, especially parking garages adjacent to Mopac.

Austin Oaks PUD  
Tier 1 & Tier 2 Compliance  
Updated July 10, 2014

10. Affordable Housing – Provides for affordable housing or participation in programs to achieve affordable housing.	Yes. Note 21	The residential portion of the PUD will participate in the affordable housing options pursuant to the PUD ordinance, calculated on the residential portion of the project only.
11. Historic Preservation – Preserves historic structures, landmarks, or other features to a degree exceeding applicable legal requirements.	Not Applicable.	There are not any historic structures or landmarks within the site.
12. Accessibility – Provides for accessibility for persons with disabilities to a degree exceeding applicable legal requirements.	Yes. Note 22	The project will provide 2.5% of the residential units within the project to be available for persons with disabilities. Note: This represents a 25% increase above code requirements.
13. Local Small Business – Provides space at affordable rates to one or more independent retail or restaurant small businesses whose principal place of business is within the Austin metropolitan statistical area.	Yes. Note 23	The project will provide space at affordable rates to one or more independent retail or restaurant small businesses whose principal place of business is within the Austin metropolitan statistical area.





City of Austin  
P.O. Box 1088, Austin, Texas 78767

**RECEIPT**

Receipt 5991454  
No.:

Payment 07/17/2014  
Date:

Invoice 6010894  
No.:

**Payer Information**

Company/Facility Name: SPIRE REALTY GROUP. LP

Payment Made By:

117 WEST LOOP SOUTH SPACE 675  
HOUSTON TX 77027

Phone No.: (512) -

Payment Method: Check

Payment Received: \$7,853.56

Amount Applied: \$7,853.56

Cash Returned: \$0.00

Comments: CK-75661

**Additional Information**

Department Name: Planning and Development Review

Receipt Issued By: Liane Garza

**Receipt Details**

FAO Codes	Fee Description	Internal Ref. No.	Address	Permit/Case No.	Amount
1000 6800 9100 4181	Regular Rezoning Fee	11183289	3429 EXECUTIVE CENTER DR	2014-075006-ZC	\$1,878.00
1000 6800 9770 4060	Sign Fee	11183289	3429 EXECUTIVE CENTER DR	2014-075006-ZC	\$258.00
1000 6800 9770 4163	Traffic Impact Analysis	11183289	3429 EXECUTIVE CENTER DR	2014-075006-ZC	\$5,000.00
1000 6800 9770 4192	Notification/Renotificat	11183289	3429 EXECUTIVE CENTER DR	2014-075006-ZC	\$302.00
1000 6800 9770 4192	Notification/Renotificat	11183289	3429 EXECUTIVE CENTER DR	2014-075006-ZC	\$302.00
1000 6800 9770 4262	Dev Assessments Dev Review (SP)	11183289	3429 EXECUTIVE CENTER DR	2014-075006-ZC	(\$162.50)
5100 6300 9700 4262	Dev Assessments Env Rev	11183289	3429 EXECUTIVE CENTER DR	2014-075006-ZC	(\$26.00)
8131-6807-1113-4066	Development Services Surcharge	11183289	3429 EXECUTIVE CENTER DR	2014-075006-ZC	\$302.06
<b>Total</b>					<b>\$7,853.56</b>

TAX CERTIFICATE  
Bruce Elfant  
Travis County Tax Assessor-Collector  
P.O. Box 1748  
Austin, Texas 78767  
(512) 854-9473

NO 2242136

ACCOUNT NUMBER: 01-4201-1401-0000

PROPERTY OWNER:

TWELVE LAKES LLC  
% SPIRE REALTY GROUP LP  
ATTN: JON RUFF  
2001 BRYAN ST STE 1550  
DALLAS, TX 75201-3011

PROPERTY DESCRIPTION:

LOT 8 KOGER EXECUTIVE CENTER UNIT  
4

ACRES 1.8517 MIN% .000000000000 TYPE

SITUS INFORMATION: 3737 EXECUTIVE CENTER DR

This is to certify that after a careful check of tax records of this office, the following taxes, delinquent taxes, penalties and interests are due on the described property of the following tax unit(s):

YEAR	ENTITY	TOTAL
2013	AUSTIN ISD	*ALL PAID*
	CITY OF AUSTIN (TRAV)	*ALL PAID*
	TRAVIS COUNTY	*ALL PAID*
	TRAVIS CENTRAL HEALTH	*ALL PAID*
	ACC (TRAVIS)	*ALL PAID*
TOTAL SEQUENCE 0		*ALL PAID*
TOTAL TAX:		*ALL PAID*
UNPAID FEES:		* NONE *
INTEREST ON FEES:		* NONE *
COMMISSION:		* NONE *
TOTAL DUE ==>		*ALL PAID*

TAXES PAID FOR YEAR 2013 \$83,544.32

ALL TAXES PAID IN FULL PRIOR TO AND INCLUDING THE YEAR 2013 EXCEPT FOR UNPAID YEARS LISTED ABOVE.

The above described property may be subject to special valuation based on its use, and additional rollback taxes may become due. (Section 23.55, State Property Tax Code).

Pursuant to Section 31.08 of the State Property Tax Code, there is a fee of \$10.00 for all Tax Certificates.

GIVEN UNDER MY HAND AND SEAL OF OFFICE ON THIS DATE OF 05/12/2014

Fee Paid: \$10.00

Bruce Elfant  
Tax Assessor-Collector

By: 

TAX CERTIFICATE  
Bruce Elfant  
Travis County Tax Assessor-Collector  
P.O. Box 1748  
Austin, Texas 78767  
(512) 854-9473

NO 2242124

ACCOUNT NUMBER: 02-4101-0910-0000

PROPERTY OWNER:

TWELVE LAKES LLC  
% SPIRE REALTY GROUP LP  
ATTN: JON RUFF  
2001 BRYAN ST STE 1550  
DALLAS, TX 75201-3011

PROPERTY DESCRIPTION:

LOT 6B \*RESUB OF LOT 6 KOGER EXECU  
TIVE CENTER UNIT 3

ACRES 2.8579 MIN% .000000000000 TYPE

SITUS INFORMATION: 3724 EXECUTIVE CENTER DR

This is to certify that after a careful check of tax records of this office, the following taxes, delinquent taxes, penalties and interests are due on the described property of the following tax unit(s):

YEAR	ENTITY	TOTAL
2013	AUSTIN ISD	*ALL PAID*
	CITY OF AUSTIN (TRAV)	*ALL PAID*
	TRAVIS COUNTY	*ALL PAID*
	TRAVIS CENTRAL HEALTH	*ALL PAID*
	ACC (TRAVIS)	*ALL PAID*
TOTAL SEQUENCE 0		*ALL PAID*

TOTAL TAX:	*ALL PAID*
UNPAID FEES:	* NONE *
INTEREST ON FEES:	* NONE *
COMMISSION:	* NONE *
TOTAL DUE ==>	*ALL PAID*

TAXES PAID FOR YEAR 2013 \$100,144.65

ALL TAXES PAID IN FULL PRIOR TO AND INCLUDING THE YEAR 2013 EXCEPT FOR UNPAID YEARS LISTED ABOVE.

The above described property may be subject to special valuation based on its use, and additional rollback taxes may become due. (Section 23.55, State Property Tax Code).

Pursuant to Section 31.08 of the State Property Tax Code, there is a fee of \$10.00 for all Tax Certificates.

GIVEN UNDER MY HAND AND SEAL OF OFFICE ON THIS DATE OF 05/12/2014

Fee Paid: \$10.00

Bruce Elfant  
Tax Assessor-Collector

By: 



TAX CERTIFICATE  
Bruce Elfant  
Travis County Tax Assessor-Collector  
P.O. Box 1748  
Austin, Texas 78767  
(512) 854-9473

NO 2242125

ACCOUNT NUMBER: 02-4101-0909-0000

PROPERTY OWNER:

TWELVE LAKES LLC  
% SPIRE REALTY GROUP LP  
ATTN: JON RUFF  
2001 BRYAN ST STE 1550  
DALLAS, TX 75201-3011

PROPERTY DESCRIPTION:

LOT 6A \*RESUB OF LOT 6 KOGER EXECU  
TIVE CENTER UNIT 3

ACRES 2.4578 MIN% .000000000000 TYPE

SITUS INFORMATION: 3636 EXECUTIVE CENTER DR

This is to certify that after a careful check of tax records of this office, the following taxes, delinquent taxes, penalties and interests are due on the described property of the following tax unit(s):

YEAR	ENTITY	TOTAL
2013	AUSTIN ISD	*ALL PAID*
	CITY OF AUSTIN (TRAV)	*ALL PAID*
	TRAVIS COUNTY	*ALL PAID*
	TRAVIS CENTRAL HEALTH	*ALL PAID*
	ACC (TRAVIS)	*ALL PAID*
TOTAL SEQUENCE	0	*ALL PAID*

TOTAL TAX:	*ALL PAID*
UNPAID FEES:	* NONE *
INTEREST ON FEES:	* NONE *
COMMISSION:	* NONE *
TOTAL DUE ==>	*ALL PAID*

TAXES PAID FOR YEAR 2013 \$100,960.04

ALL TAXES PAID IN FULL PRIOR TO AND INCLUDING THE YEAR 2013 EXCEPT FOR UNPAID YEARS LISTED ABOVE.

The above described property may be subject to special valuation based on its use, and additional rollback taxes may become due. (Section 23.55, State Property Tax Code).

Pursuant to Section 31.08 of the State Property Tax Code, there is a fee of \$10.00 for all Tax Certificates.

GIVEN UNDER MY HAND AND SEAL OF OFFICE ON THIS DATE OF 05/12/2014

Fee Paid: \$10.00

Bruce Elfant  
Tax Assessor-Collector

By: 

TAX CERTIFICATE  
Bruce Elfant  
Travis County Tax Assessor-Collector  
P.O. Box 1748  
Austin, Texas 78767  
(512) 854-9473

NO 2242126

ACCOUNT NUMBER: 02-4101-0908-0000

PROPERTY OWNER:

TWELVE LAKES LLC  
% SPIRE REALTY GROUP LP  
ATTN: JON RUFF  
2001 BRYAN ST STE 1550  
DALLAS, TX 75201-3011

PROPERTY DESCRIPTION:

LOT 5 KOGER EXECUTIVE CENTER UNIT  
3

ACRES 2.7542 MIN% .000000000000 TYPE

SITUS INFORMATION: 7718 WOOD HOLLOW DR

This is to certify that after a careful check of tax records of this office, the following taxes, delinquent taxes, penalties and interests are due on the described property of the following tax unit(s):

YEAR	ENTITY	TOTAL
2013	AUSTIN ISD	*ALL PAID*
	CITY OF AUSTIN (TRAV)	*ALL PAID*
	TRAVIS COUNTY	*ALL PAID*
	TRAVIS CENTRAL HEALTH	*ALL PAID*
	ACC (TRAVIS)	*ALL PAID*
TOTAL SEQUENCE 0		*ALL PAID*
TOTAL TAX:		*ALL PAID*
UNPAID FEES:		* NONE *
INTEREST ON FEES:		* NONE *
COMMISSION:		* NONE *
TOTAL DUE ==>		*ALL PAID*

TAXES PAID FOR YEAR 2013 \$116,787.40

ALL TAXES PAID IN FULL PRIOR TO AND INCLUDING THE YEAR 2013 EXCEPT FOR UNPAID YEARS LISTED ABOVE.

The above described property may be subject to special valuation based on its use, and additional rollback taxes may become due. (Section 23.55, State Property Tax Code).

Pursuant to Section 31.08 of the State Property Tax Code, there is a fee of \$10.00 for all Tax Certificates.

GIVEN UNDER MY HAND AND SEAL OF OFFICE ON THIS DATE OF 05/12/2014

Fee Paid: \$10.00

Bruce Elfant  
Tax Assessor-Collector

By: 

TAX CERTIFICATE  
Bruce Elfant  
Travis County Tax Assessor-Collector  
P.O. Box 1748  
Austin, Texas 78767  
(512) 854-9473

NO 2242127

ACCOUNT NUMBER: 02-3901-0308-0000

PROPERTY OWNER:

TWELVE LAKES LLC  
% SPIRE REALTY GROUP LP  
ATTN: JON RUFF  
2001 BRYAN ST STE 1550  
DALLAS, TX 75201-3011

PROPERTY DESCRIPTION:

LOT 2 KOGER EXECUTIVE CENTER UNIT  
5

ACRES 2.3660 MIN% .000000000000 TYPE

SITUS INFORMATION: 3409 EXECUTIVE CENTER DR

This is to certify that after a careful check of tax records of this office, the following taxes, delinquent taxes, penalties and interests are due on the described property of the following tax unit(s):

YEAR	ENTITY	TOTAL
2013	AUSTIN ISD	*ALL PAID*
	CITY OF AUSTIN (TRAV)	*ALL PAID*
	TRAVIS COUNTY	*ALL PAID*
	TRAVIS CENTRAL HEALTH	*ALL PAID*
	ACC (TRAVIS)	*ALL PAID*
TOTAL SEQUENCE 0		*ALL PAID*
TOTAL TAX:		*ALL PAID*
UNPAID FEES:		* NONE *
INTEREST ON FEES:		* NONE *
COMMISSION:		* NONE *
TOTAL DUE ==>		*ALL PAID*

TAXES PAID FOR YEAR 2013 \$72,213.99

ALL TAXES PAID IN FULL PRIOR TO AND INCLUDING THE YEAR 2013 EXCEPT FOR UNPAID YEARS LISTED ABOVE.  
The above described property may be subject to special valuation based on its use, and additional rollback taxes may become due. (Section 23.55, State Property Tax Code).  
Pursuant to Section 31.08 of the State Property Tax Code, there is a fee of \$10.00 for all Tax Certificates.

GIVEN UNDER MY HAND AND SEAL OF OFFICE ON THIS DATE OF 05/12/2014

Fee Paid: \$10.00

Bruce Elfant  
Tax Assessor-Collector

By: 

TAX CERTIFICATE  
Bruce Elfant  
Travis County Tax Assessor-Collector  
P.O. Box 1748  
Austin, Texas 78767  
(512) 854-9473

NO 2242128

ACCOUNT NUMBER: 02-4101-1101-0000

PROPERTY OWNER:

TWELVE LAKES LLC  
% SPIRE REALTY GROUP LP  
ATTN: JON RUFF  
2001 BRYAN ST STE 1550  
DALLAS, TX 75201-3011

PROPERTY DESCRIPTION:

LOT 3C \*RESUB OF PT LOT 3 KOGER EX  
ECUTIVE CENTER UNIT 2

ACRES 2.5900 MIN% .000000000000 TYPE

SITUS INFORMATION: EXECUTIVE CENTER DR

This is to certify that after a careful check of tax records of this office, the following taxes, delinquent taxes, penalties and interests are due on the described property of the following tax unit(s):

YEAR	ENTITY	TOTAL
2013	AUSTIN ISD	*ALL PAID*
	CITY OF AUSTIN (TRAV)	*ALL PAID*
	TRAVIS COUNTY	*ALL PAID*
	TRAVIS CENTRAL HEALTH	*ALL PAID*
	ACC (TRAVIS)	*ALL PAID*
TOTAL SEQUENCE	0	*ALL PAID*

TOTAL TAX:	*ALL PAID*
UNPAID FEES:	* NONE *
INTEREST ON FEES:	* NONE *
COMMISSION:	* NONE *
TOTAL DUE ==>	*ALL PAID*

TAXES PAID FOR YEAR 2013 \$76,171.54

ALL TAXES PAID IN FULL PRIOR TO AND INCLUDING THE YEAR 2013 EXCEPT FOR UNPAID YEARS LISTED ABOVE.

The above described property may be subject to special valuation based on its use, and additional rollback taxes may become due. (Section 23.55, State Property Tax Code).

Pursuant to Section 31.08 of the State Property Tax Code, there is a fee of \$10.00 for all Tax Certificates.

GIVEN UNDER MY HAND AND SEAL OF OFFICE ON THIS DATE OF 05/12/2014

Fee Paid: \$10.00

Bruce Elfant  
Tax Assessor-Collector

By: 

TAX CERTIFICATE  
Bruce Elfant  
Travis County Tax Assessor-Collector  
P.O. Box 1748  
Austin, Texas 78767  
(512) 854-9473

NO 2242129

ACCOUNT NUMBER: 02-4101-1102-0000

PROPERTY OWNER:

TWELVE LAKES LLC  
% SPIRE REALTY GROUP LP  
ATTN: JON RUFF  
2001 BRYAN ST STE 1550  
DALLAS, TX 75201-3011

PROPERTY DESCRIPTION:

LOT 3B \*RESUB PT OF LOT 3 KOGER EX  
ECUTIVE CENTER UNIT 2

ACRES 3.0900 MIN% .000000000000 TYPE

SITUS INFORMATION: 3420 EXECUTIVE CENTER DR

This is to certify that after a careful check of tax records of this office, the following taxes, delinquent taxes, penalties and interests are due on the described property of the following tax unit(s):

YEAR	ENTITY	TOTAL
2013	AUSTIN ISD	*ALL PAID*
	CITY OF AUSTIN (TRAV)	*ALL PAID*
	TRAVIS COUNTY	*ALL PAID*
	TRAVIS CENTRAL HEALTH	*ALL PAID*
	ACC (TRAVIS)	*ALL PAID*
TOTAL SEQUENCE 0		*ALL PAID*
TOTAL TAX:		*ALL PAID*
UNPAID FEES:		* NONE *
INTEREST ON FEES:		* NONE *
COMMISSION:		* NONE *
TOTAL DUE ==>		*ALL PAID*

TAXES PAID FOR YEAR 2013 \$135,094.23

ALL TAXES PAID IN FULL PRIOR TO AND INCLUDING THE YEAR 2013 EXCEPT FOR UNPAID YEARS LISTED ABOVE.  
The above described property may be subject to special valuation based on its use, and additional rollback taxes may become due. (Section 23.55, State Property Tax Code).  
Pursuant to Section 31.08 of the State Property Tax Code, there is a fee of \$10.00 for all Tax Certificates.

GIVEN UNDER MY HAND AND SEAL OF OFFICE ON THIS DATE OF 05/12/2014

Fee Paid: \$10.00

Bruce Elfant  
Tax Assessor-Collector

By: 

TAX CERTIFICATE  
Bruce Elfant  
Travis County Tax Assessor-Collector  
P.O. Box 1748  
Austin, Texas 78767  
(512) 854-9473

NO 2242130

ACCOUNT NUMBER: 02-3901-0802-0000

PROPERTY OWNER:

TWELVE LAKES LLC  
% SPIRE REALTY GROUP LP  
ATTN: JON RUFF  
2001 BRYAN ST STE 1550  
DALLAS, TX 75201-3011

PROPERTY DESCRIPTION:

LOT 3A \*RESUB PT OF LOT 3 KOGER EX  
ECUTIVE CENTER UNIT 2

ACRES 3.2100 MIN% .000000000000 TYPE

SITUS INFORMATION: 3520 EXECUTIVE CENTER DR

This is to certify that after a careful check of tax records of this office, the following taxes, delinquent taxes, penalties and interests are due on the described property of the following tax unit(s):

YEAR	ENTITY	TOTAL
2013	AUSTIN ISD	*ALL PAID*
	CITY OF AUSTIN (TRAV)	*ALL PAID*
	TRAVIS COUNTY	*ALL PAID*
	TRAVIS CENTRAL HEALTH	*ALL PAID*
	ACC (TRAVIS)	*ALL PAID*
TOTAL SEQUENCE	0	*ALL PAID*

TOTAL TAX:	*ALL PAID*
UNPAID FEES:	* NONE *
INTEREST ON FEES:	* NONE *
COMMISSION:	* NONE *
TOTAL DUE ==>	*ALL PAID*

TAXES PAID FOR YEAR 2013 \$133,257.25

ALL TAXES PAID IN FULL PRIOR TO AND INCLUDING THE YEAR 2013 EXCEPT FOR UNPAID YEARS LISTED ABOVE.  
The above described property may be subject to special valuation based on its use, and additional rollback taxes may become due. (Section 23.55, State Property Tax Code).  
Pursuant to Section 31.08 of the State Property Tax Code, there is a fee of \$10.00 for all Tax Certificates.

GIVEN UNDER MY HAND AND SEAL OF OFFICE ON THIS DATE OF 05/12/2014

Fee Paid: \$10.00

Bruce Elfant  
Tax Assessor-Collector

By: 

TAX CERTIFICATE  
Bruce Elfant  
Travis County Tax Assessor-Collector  
P.O. Box 1748  
Austin, Texas 78767  
(512) 854-9473

NO 2242131

ACCOUNT NUMBER: 02-3901-0312-0000

PROPERTY OWNER:

TWELVE LAKES LLC  
% SPIRE REALTY GROUP LP  
ATTN: JON RUFF  
2001 BRYAN ST STE 1550  
DALLAS, TX 75201-3011

PROPERTY DESCRIPTION:

LOT 1 KOGER EXECUTIVE CENTER UNIT  
5

ACRES 2.2626 MIN% .000000000000 TYPE

SITUS INFORMATION: 3429 EXECUTIVE CENTER DR

This is to certify that after a careful check of tax records of this office, the following taxes, delinquent taxes, penalties and interests are due on the described property of the following tax unit(s):

YEAR	ENTITY	TOTAL
2013	AUSTIN ISD	*ALL PAID*
	CITY OF AUSTIN (TRAV)	*ALL PAID*
	TRAVIS COUNTY	*ALL PAID*
	TRAVIS CENTRAL HEALTH	*ALL PAID*
	ACC (TRAVIS)	*ALL PAID*
TOTAL SEQUENCE 0		*ALL PAID*
TOTAL TAX:		*ALL PAID*
UNPAID FEES:		* NONE *
INTEREST ON FEES:		* NONE *
COMMISSION:		* NONE *
TOTAL DUE ==>		*ALL PAID*

TAXES PAID FOR YEAR 2013 \$81,799.51

ALL TAXES PAID IN FULL PRIOR TO AND INCLUDING THE YEAR 2013 EXCEPT FOR UNPAID YEARS LISTED ABOVE.

The above described property may be subject to special valuation based on its use, and additional rollback taxes may become due. (Section 23.55, State Property Tax Code).

Pursuant to Section 31.08 of the State Property Tax Code, there is a fee of \$10.00 for all Tax Certificates.

GIVEN UNDER MY HAND AND SEAL OF OFFICE ON THIS DATE OF 05/12/2014

Fee Paid: \$10.00

Bruce Elfant  
Tax Assessor-Collector

By: 

TAX CERTIFICATE  
Bruce Elfant  
Travis County Tax Assessor-Collector  
P.O. Box 1748  
Austin, Texas 78767  
(512) 854-9473

NO 2242132

ACCOUNT NUMBER: 02-3901-0311-0000

PROPERTY OWNER:

TWELVE LAKES LLC  
% SPIRE REALTY GROUP LP  
ATTN: JON RUFF  
2001 BRYAN ST STE 1550  
DALLAS, TX 75201-3011

PROPERTY DESCRIPTION:

LOT 4A KOGER EXECUTIVE CENTER UNIT  
5

ACRES 1.9460 MIN% .000000000000 TYPE

SITUS INFORMATION: 3445 EXECUTIVE CENTER DR

This is to certify that after a careful check of tax records of this office, the following taxes, delinquent taxes, penalties and interests are due on the described property of the following tax unit(s):

YEAR	ENTITY	TOTAL
2013	AUSTIN ISD	*ALL PAID*
	CITY OF AUSTIN (TRAV)	*ALL PAID*
	TRAVIS COUNTY	*ALL PAID*
	TRAVIS CENTRAL HEALTH	*ALL PAID*
	ACC (TRAVIS)	*ALL PAID*
TOTAL SEQUENCE 0		*ALL PAID*
TOTAL TAX:		*ALL PAID*
UNPAID FEES:		* NONE *
INTEREST ON FEES:		* NONE *
COMMISSION:		* NONE *
TOTAL DUE ==>		*ALL PAID*

TAXES PAID FOR YEAR 2013 \$77,000.40

ALL TAXES PAID IN FULL PRIOR TO AND INCLUDING THE YEAR 2013 EXCEPT FOR UNPAID YEARS LISTED ABOVE.  
The above described property may be subject to special valuation based on its use, and additional rollback taxes may become due. (Section 23.55, State Property Tax Code).  
Pursuant to Section 31.08 of the State Property Tax Code, there is a fee of \$10.00 for all Tax Certificates.

GIVEN UNDER MY HAND AND SEAL OF OFFICE ON THIS DATE OF 05/12/2014

Fee Paid: \$10.00

Bruce Elfant  
Tax Assessor-Collector

By: 



TAX CERTIFICATE  
Bruce Elfant  
Travis County Tax Assessor-Collector  
P.O. Box 1748  
Austin, Texas 78767  
(512) 854-9473

NO 2242133

ACCOUNT NUMBER: 02-3901-0313-0000

PROPERTY OWNER:

TWELVE LAKES LLC  
% SPIRE REALTY GROUP LP  
ATTN: JON RUFF  
2001 BRYAN ST STE 1550  
DALLAS, TX 75201-3011

PROPERTY DESCRIPTION:

LOT 4B KOGER EXECUTIVE CENTER UNIT  
5

ACRES 1.7785 MIN% .000000000000 TYPE

SITUS INFORMATION: EXECUTIVE CENTER DR

This is to certify that after a careful check of tax records of this office, the following taxes, delinquent taxes, penalties and interests are due on the described property of the following tax unit(s):

YEAR	ENTITY	TOTAL
2013	AUSTIN ISD	*ALL PAID*
	CITY OF AUSTIN (TRAV)	*ALL PAID*
	TRAVIS COUNTY	*ALL PAID*
	TRAVIS CENTRAL HEALTH	*ALL PAID*
	ACC (TRAVIS)	*ALL PAID*
TOTAL SEQUENCE	0	*ALL PAID*

TOTAL TAX:	*ALL PAID*
UNPAID FEES:	* NONE *
INTEREST ON FEES:	* NONE *
COMMISSION:	* NONE *
TOTAL DUE ==>	*ALL PAID*

TAXES PAID FOR YEAR 2013 \$382.11

ALL TAXES PAID IN FULL PRIOR TO AND INCLUDING THE YEAR 2013 EXCEPT FOR UNPAID YEARS LISTED ABOVE.  
The above described property may be subject to special valuation based on its use, and additional rollback taxes may become due. (Section 23.55, State Property Tax Code).  
Pursuant to Section 31.08 of the State Property Tax Code, there is a fee of \$10.00 for all Tax Certificates.

GIVEN UNDER MY HAND AND SEAL OF OFFICE ON THIS DATE OF 05/12/2014

Fee Paid: \$10.00

Bruce Elfant  
Tax Assessor-Collector

By: 

TAX CERTIFICATE  
Bruce Elfant  
Travis County Tax Assessor-Collector  
P.O. Box 1748  
Austin, Texas 78767  
(512) 854-9473

NO 2242134

ACCOUNT NUMBER: 02-4101-1003-0000

PROPERTY OWNER:

TWELVE LAKES LLC  
% SPIRE REALTY GROUP LP  
ATTN: JON RUFF  
2001 BRYAN ST STE 1550  
DALLAS, TX 75201-3011

PROPERTY DESCRIPTION:

LOT 10 KOGER EXECUTIVE CENTER UNIT  
4

ACRES 1.8310 MIN% .000000000000 TYPE

SITUS INFORMATION: 3701 EXECUTIVE CENTER DR

This is to certify that after a careful check of tax records of this office, the following taxes, delinquent taxes, penalties and interests are due on the described property of the following tax unit(s):

YEAR	ENTITY	TOTAL
2013	AUSTIN ISD	*ALL PAID*
	CITY OF AUSTIN (TRAV)	*ALL PAID*
	TRAVIS COUNTY	*ALL PAID*
	TRAVIS CENTRAL HEALTH	*ALL PAID*
	ACC (TRAVIS)	*ALL PAID*
TOTAL SEQUENCE 0		*ALL PAID*
TOTAL TAX:		*ALL PAID*
UNPAID FEES:		* NONE *
INTEREST ON FEES:		* NONE *
COMMISSION:		* NONE *
TOTAL DUE ==>		*ALL PAID*

TAXES PAID FOR YEAR 2013 \$84,884.75

ALL TAXES PAID IN FULL PRIOR TO AND INCLUDING THE YEAR 2013 EXCEPT FOR UNPAID YEARS LISTED ABOVE.  
The above described property may be subject to special valuation based on its use, and additional rollback taxes may become due. (Section 23.55, State Property Tax Code).  
Pursuant to Section 31.08 of the State Property Tax Code, there is a fee of \$10.00 for all Tax Certificates.

GIVEN UNDER MY HAND AND SEAL OF OFFICE ON THIS DATE OF 05/12/2014

Fee Paid: \$10.00

Bruce Elfant  
Tax Assessor-Collector

By: 

TAX CERTIFICATE  
Bruce Elfant  
Travis County Tax Assessor-Collector  
P.O. Box 1748  
Austin, Texas 78767  
(512) 854-9473

NO 2242135

ACCOUNT NUMBER: 02-4101-1002-0000

PROPERTY OWNER:

TWELVE LAKES LLC  
% SPIRE REALTY GROUP LP  
ATTN: JON RUFF  
2001 BRYAN ST STE 1550  
DALLAS, TX 75201-3011

PROPERTY DESCRIPTION:

LOT 9 KOGER EXECUTIVE CENTER UNIT  
4

ACRES 2.3835 MIN% .000000000000 TYPE

SITUS INFORMATION: 3721 EXECUTIVE CENTER DR

This is to certify that after a careful check of tax records of this office, the following taxes, delinquent taxes, penalties and interests are due on the described property of the following tax unit(s):

YEAR	ENTITY	TOTAL
2013	AUSTIN ISD	*ALL PAID*
	CITY OF AUSTIN (TRAV)	*ALL PAID*
	TRAVIS COUNTY	*ALL PAID*
	TRAVIS CENTRAL HEALTH	*ALL PAID*
	ACC (TRAVIS)	*ALL PAID*
TOTAL SEQUENCE 0		*ALL PAID*

TOTAL TAX:	*ALL PAID*
UNPAID FEES:	* NONE *
INTEREST ON FEES:	* NONE *
COMMISSION:	* NONE *
TOTAL DUE ==>	*ALL PAID*

TAXES PAID FOR YEAR 2013 \$113,424.92

ALL TAXES PAID IN FULL PRIOR TO AND INCLUDING THE YEAR 2013 EXCEPT FOR UNPAID YEARS LISTED ABOVE.

The above described property may be subject to special valuation based on its use, and additional rollback taxes may become due. (Section 23.55, State Property Tax Code).

Pursuant to Section 31.08 of the State Property Tax Code, there is a fee of \$10.00 for all Tax Certificates.

GIVEN UNDER MY HAND AND SEAL OF OFFICE ON THIS DATE OF 05/12/2014

Fee Paid: \$10.00

Bruce Elfant  
Tax Assessor-Collector

By: 

ELECTRONICALLY RECORDED

2013190871

TRV

13

PGS

**NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.**

**SPECIAL WARRANTY DEED WITH VENDOR'S LIEN**

THE STATE OF TEXAS   §  
                                  §  
COUNTY OF TRAVIS   §

KNOW ALL PERSONS BY THESE PRESENTS:

That **2011 AUSTIN OAKS, LTD.**, a Texas limited partnership ("**Grantor**"), for and in consideration of the sum of TEN AND NO/100 DOLLARS (\$10.00) and other valuable consideration to the undersigned paid by the Grantee hereinafter named, the receipt and sufficiency of which are hereby acknowledged, and for the further consideration of the execution and delivery by Grantee of its one certain promissory note of even date herewith in the principal sum of \$51,000,000.00 (the "**Note**"), payable to the order of Wells Fargo Bank, National Association, a national banking association ("**Lender**"), as therein provided, bearing interest at the rate therein specified and containing provisions for acceleration of maturity and for attorney's fees, the payment of the Note being secured by the vendor's lien retained herein and being additionally secured by a deed of trust, assignment of leases and rents, security agreement and fixture filing of even date herewith to Heritage Title Company of Austin, Inc., Trustee, has GRANTED, SOLD and CONVEYED, and by these presents does GRANT, SELL and CONVEY unto **TWELVE LAKES, LLC**, a Texas limited liability company ("**Grantee**"), those certain tracts of land located in Austin, Travis County, Texas, and more particularly described on **Exhibit "A"** attached hereto and made a part hereof, together with Seller's right, title and interest in and to all singular rights, interests, benefits, privileges, easements, tenements, hereditaments and appurtenances thereon or in any way pertaining to such property, including any right, title and interest of Seller in and to any developer's rights, entitlements, strips and gores and any land lying in the bed of any adjacent streets, roads, alleys or rights-of-way open or proposed, adjoining such land (collectively, the "**Property**");

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances thereto in anywise belonging, unto Grantee, its successors and assigns forever; and Grantor does hereby bind itself, its successors and assigns, to WARRANT AND FOREVER DEFEND all and singular the Property unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under Grantor, but not otherwise.

SUBJECT, HOWEVER, to all matters described in **Exhibit "B"** attached hereto and incorporated herein by reference, applicable zoning and ordinances of the City of Austin, and the rights of tenants under leases being assigned as of this date by Grantor to Grantee (collectively, the "**Permitted Encumbrances**").

EXCEPT AS EXPRESSLY SET FORTH IN THAT CERTAIN PURCHASE AND SALE AGREEMENT BETWEEN GRANTOR AND GRANTEE DATED EFFECTIVE AUGUST 12, 2013 (THE "**PSA**") AND FOR THE SPECIAL WARRANTY OF TITLE CONTAINED IN THIS DEED OR THE CLOSING DOCUMENTS EXECUTED IN CONNECTION WITH THE PSA, IT IS UNDERSTOOD AND AGREED THAT GRANTOR IS NOT MAKING AND HAS NOT AT ANY TIME MADE ANY WARRANTIES OR REPRESENTATIONS OF ANY KIND OR CHARACTER, EXPRESSED OR IMPLIED, WITH RESPECT TO THE PROPERTY, INCLUDING, BUT NOT LIMITED TO, ANY WARRANTIES OR REPRESENTATIONS AS TO HABITABILITY, MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE, TITLE (OTHER THAN GRANTOR'S LIMITED WARRANTY OF TITLE IN THIS DEED OR IN THE PSA OR THE CLOSING DOCUMENTS EXECUTED IN CONNECTION WITH THE PSA), ZONING, TAX CONSEQUENCES, LATENT OR PATENT PHYSICAL OR ENVIRONMENTAL CONDITION, UTILITIES, OPERATING HISTORY OR PROJECTIONS, VALUATION, GOVERNMENTAL APPROVALS, THE COMPLIANCE OF THE PROPERTY WITH GOVERNMENTAL LAWS (INCLUDING, WITHOUT LIMITATION, ACCESSIBILITY FOR HANDICAPPED PERSONS), THE TRUTH, ACCURACY OR COMPLETENESS OF THE PROPERTY DOCUMENTS OR ANY OTHER INFORMATION PROVIDED BY OR ON BEHALF OF GRANTOR TO GRANTEE, OR ANY OTHER MATTER OR THING REGARDING THE PROPERTY WHETHER BEFORE OR AFTER THE EXECUTION OF THE PSA. BY ITS ACCEPTANCE HEREOF, GRANTEE ACKNOWLEDGES AND AGREES THAT GRANTOR HAS SOLD AND CONVEYED TO GRANTEE AND GRANTEE HAS ACCEPTED THE PROPERTY "AS IS, WHERE IS, WITH ALL FAULTS", EXCEPT TO THE EXTENT EXPRESSLY PROVIDED OTHERWISE IN THE PSA. GRANTEE HAS NOT RELIED AND WILL NOT RELY ON, AND GRANTOR IS NOT LIABLE FOR OR BOUND BY, ANY EXPRESSED OR IMPLIED WARRANTIES, GUARANTIES, STATEMENTS, REPRESENTATIONS OR INFORMATION PERTAINING TO THE PROPERTY OR RELATING THERETO (INCLUDING SPECIFICALLY, WITHOUT LIMITATION, PROPERTY INFORMATION PACKAGES DISTRIBUTED WITH RESPECT TO THE PROPERTY) MADE OR FURNISHED BY GRANTOR, THE MANAGER OF THE PROPERTY, OR ANY REAL ESTATE BROKER OR AGENT REPRESENTING OR PURPORTING TO REPRESENT GRANTOR, TO WHOMEVER MADE OR GIVEN, DIRECTLY OR INDIRECTLY, ORALLY OR IN WRITING, UNLESS SPECIFICALLY SET FORTH IN THE PSA OR IN ANY OF THE CLOSING DOCUMENTS EXECUTED IN CONNECTION WITH THE PSA. GRANTEE REPRESENTS TO GRANTOR THAT GRANTEE HAS CONDUCTED SUCH INVESTIGATIONS OF THE PROPERTY, INCLUDING, BUT NOT LIMITED TO, THE PHYSICAL AND ENVIRONMENTAL CONDITIONS THEREOF, AS GRANTEE DEEMS NECESSARY TO SATISFY ITSELF AS TO THE CONDITION OF THE PROPERTY

AND THE EXISTENCE OR NONEXISTENCE OR CURATIVE ACTION TO BE TAKEN WITH RESPECT TO ANY HAZARDOUS SUBSTANCE ON OR DISCHARGED FROM THE PROPERTY, AND WILL RELY SOLELY UPON SAME AND NOT UPON ANY INFORMATION PROVIDED BY OR ON BEHALF OF GRANTOR OR ITS AGENTS OR EMPLOYEES WITH RESPECT THERETO, OTHER THAN SUCH REPRESENTATIONS, WARRANTIES AND COVENANTS OF GRANTOR AS ARE EXPRESSLY SET FORTH IN THE PSA AND THE SPECIAL WARRANTY OF TITLE IN THIS DEED OR IN ANY OF THE CLOSING DOCUMENTS EXECUTED IN CONNECTION WITH THE PSA. BY ITS PURCHASE OF THE PROPERTY, GRANTEE HAS ASSUMED THE RISK THAT ADVERSE MATTERS, INCLUDING, BUT NOT LIMITED TO, CONSTRUCTION DEFECTS AND ADVERSE PHYSICAL AND ENVIRONMENTAL CONDITIONS, MAY NOT HAVE BEEN REVEALED BY GRANTEE'S INVESTIGATIONS. GRANTEE IS RELYING SOLELY AND EXCLUSIVELY UPON ITS OWN EXPERIENCE AND ITS INDEPENDENT JUDGMENT, EVALUATION AND EXAMINATION OF THE PROPERTY. GRANTEE FURTHER UNEQUIVOCALLY DISCLAIMS (i) THE EXISTENCE OF ANY DUTY TO DISCLOSE ON THE PART OF GRANTOR OR ANY OF ITS AGENTS, EMPLOYEES OR REPRESENTATIVES, AND (ii) ANY RELIANCE BY GRANTEE ON THE SILENCE OR ANY ALLEGED NONDISCLOSURE OF GRANTOR OR ANY OF ITS AGENTS, EMPLOYEES OR REPRESENTATIVES. GRANTEE EXPRESSLY WARRANTS AND REPRESENTS THAT NO PROMISE OR AGREEMENT WHICH IS NOT HEREIN EXPRESSED OR REPRESENTED OR PROVIDED IN THE PSA (OR ANY OF THE CLOSING DOCUMENTS EXECUTED IN THE PSA) HAS BEEN MADE TO IT AND HEREBY DISCLAIMS ANY RELIANCE UPON ANY SUCH ALLEGED PROMISE OR AGREEMENT, EXCEPT TO THE EXTENT DUE TO SELLER'S FRAUD OR WILLFUL MISREPRESENTATION. THIS CONTRACT AND THE CLOSING DOCUMENTS EXECUTED IN CONNECTION WITH THE PSA CONSTITUTE THE ENTIRE AGREEMENT BETWEEN THE PARTIES. THE PSA WAS FREELY NEGOTIATED AND PLAYED AN IMPORTANT PART IN THE BARGAINING PROCESS FOR THIS CONTRACT. EXCEPT AS OTHERWISE SET FORTH EXPRESSLY IN THE PSA, GRANTEE HAS AGREED TO DISCLAIM RELIANCE ON GRANTOR AND TO ACCEPT THE PROPERTY "AS IS" WITH FULL AWARENESS THAT THE PROPERTY'S PRIOR USES OR OTHER MATTERS COULD AFFECT ITS CONDITION, VALUE, SUITABILITY OR FITNESS; AND GRANTEE CONFIRMS THAT GRANTEE IS HEREBY ASSUMING ALL RISK ASSOCIATED THEREWITH, EXCEPT TO THE EXTENT DUE TO SELLER'S FRAUD OR WILLFUL MISREPRESENTATION. GRANTEE UNDERSTANDS THAT THE DISCLAIMERS OF RELIANCE AND OTHER PROVISIONS CONTAINED HEREIN COULD LIMIT ANY LEGAL RECOURSE OR REMEDY GRANTEE OTHERWISE MIGHT HAVE. GRANTEE ACKNOWLEDGES THAT IT HAS SOUGHT AND HAS RELIED UPON THE ADVICE OF ITS OWN LEGAL COUNSEL CONCERNING THE PSA. As used herein, the term (i) "**Environmental Laws**" means any health or environmental laws, regulations or orders including, without limitation, the Comprehensive Environmental Response, Compensation and Liability Act of 1980 ("**CERCLA**"), the Resource Conservation and Recovery Act of 1976 ("**RCRA**"),

the Texas Water Code and the Texas Solid Waste Disposal Act and (ii) "**Hazardous Substance**" shall mean asbestos, petroleum products, and any other hazardous waste or substance which has, as of the date hereof, been determined to be hazardous or a pollutant pursuant to any Environmental Laws.

BY ITS ACCEPTANCE HEREOF, GRANTEE SHALL BE DEEMED TO HAVE WAIVED, RELINQUISHED, RELEASED AND DISCHARGED GRANTOR (AND GRANTOR'S OFFICERS, DIRECTORS, MEMBERS, SHAREHOLDERS, EMPLOYEES AND AGENTS) FROM AND AGAINST ANY AND ALL CLAIMS, DEMANDS, CAUSES OF ACTION (INCLUDING CAUSES OF ACTION IN TORT AND CLAIMS FOR CONTRIBUTION OR INDEMNITY), LOSSES, DAMAGES, LIABILITIES, COSTS AND EXPENSES (INCLUDING ATTORNEYS' FEES AND COURT COSTS) OF ANY AND EVERY KIND OR CHARACTER (COLLECTIVELY, "**CLAIMS**"), KNOWN OR UNKNOWN, WHICH GRANTEE MIGHT HAVE ASSERTED OR ALLEGED AGAINST GRANTOR (AND GRANTOR'S OFFICERS, DIRECTORS, MEMBERS, SHAREHOLDERS, EMPLOYEES AND AGENTS) AT ANY TIME BY REASON OF OR ARISING OUT OF OR RELATING TO ANY LATENT OR PATENT CONSTRUCTION DEFECTS OR ANY PHYSICAL CONDITION OF THE PROPERTY, VIOLATIONS OF ANY APPLICABLE LAWS (INCLUDING, WITHOUT LIMITATION, ANY ENVIRONMENTAL LAWS, AND ANY AND ALL OTHER ACTS, OMISSIONS, EVENTS, CIRCUMSTANCES OR MATTERS REGARDING THE PROPERTY, AND ANY CLAIMS ARISING OUT OF OR RELATED TO THE PRESENCE, GENERATION, TREATMENT OR DISPOSITION OF ANY HAZARDOUS SUBSTANCE ON, UNDER OR AT THE PROPERTY OR ANY PROPERTY NEAR THE PROPERTY) BUT EXCLUDING THE GROSS NEGLIGENCE, WILLFUL MISCONDUCT OR FRAUD OF GRANTOR OR ANY OF ITS AGENTS, OFFICERS, DIRECTORS, MEMBERS, SHAREHOLDERS, EMPLOYEES OR REPRESENTATIVES.

The vendor's lien against and superior title to the Property are retained until the Note and all other sums payable thereunder shall have been paid in full in accordance with the terms thereof, when this deed shall become absolute. Lender, at the request of Grantee, has advanced and paid in cash to Grantor that portion of the purchase price evidenced by the Note. The vendor's lien against and superior title to the Property are retained herein for the benefit of Lender and are hereby transferred and assigned to Lender without recourse on or against Grantor.

[Signature Page Follows]

IN WITNESS WHEREOF, Grantor has executed these presents the day and year first above written.

**GRANTOR:**

**2011 AUSTIN OAKS, LTD.**, a Texas limited partnership

By: **2011 AUSTIN OAKS GP, LLC**, a Texas limited liability company, its general partner

By: \_\_\_\_\_

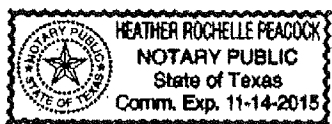
Donald J. Reese, Manager

Address for Grantee:

Twelve Lakes, LLC  
c/o Spire Realty Group, LP  
Attn: Jon Ruff  
2001 Bryan Street, Suite 1550  
Dallas, Texas 75201

THE STATE OF TEXAS   §  
                                     §  
COUNTY OF TRAVIS   §

This instrument was acknowledged before me on this 16 day of October, 2013, by **DONALD J. REESE, Manager** of **2011 AUSTIN OAKS GP, LLC**, a Texas limited liability company, as general partner of **2011 AUSTIN OAKS, LTD.**, a Texas limited partnership, on behalf of said limited liability company and said limited partnership.



Heather Rochelle Peacock  
NOTARY PUBLIC, State Texas



**EXHIBIT "A"**  
**LEGAL DESCRIPTION**

**TRACT 1:**

Lot 5, **KOGER EXECUTIVE CENTER UNIT THREE**, a subdivision in Travis County Texas, according to the map or plat thereof, recorded in Volume 75, Page 322 of the Plat Records of Travis County, Texas.

**TRACT 2:**

Lot(s) 6A and 6B, **RESUBDIVISION OF LOT 6 KOGER EXECUTIVE CENTER UNIT THREE**, a subdivision in Travis County Texas, according to the map or plat thereof, recorded in Volume 77, Page 167 of the Plat Records of Travis County, Texas.

**TRACT 3:**

Lot(s) 8, 9 and 10, **KOGER EXECUTIVE CENTER UNIT FOUR**, a subdivision in Travis County Texas, according to the map or plat thereof, recorded in Volume 80, Page 176 of the Plat Records of Travis County, Texas.

**TRACT 4:**

Lot(s) 3A, 3B and 3C, **RESUBDIVISION OF A PORTION OF LOT 3, KOGER EXECUTIVE CENTER UNIT TWO**, a subdivision in Travis County, Texas, according to the map or plat thereof, recorded in Volume 76, Page 50 of the Plat Records of Travis County, Texas.

**TRACT 5:**

Lot(s) 1, 2, 4A and 4B, **KOGER EXECUTIVE CENTER UNIT FIVE**, a subdivision in Travis County, Texas, according to the map or plat thereof, recorded in Volume 84, Pages 6D-7A of the Plat Records of Travis County, Texas.

**EXHIBIT "B"**  
**PERMITTED ENCUMBRANCES**

1. The following restrictive covenants of record itemized below:  
  
Volume 75, Page 322 of the Plat Records of Travis County, Texas. (**TRACTS 1, 2 AND 3**)  
  
Volume 77, Page 167 of the Plat Records of Travis County, Texas. (**TRACT 2**)  
  
Volume 4674, Page 2271 of the Deed Records of Travis County, Texas. (**AFFECTS PORTIONS OF TRACTS 1 AND 2**)  
  
Volume 80, Page 176, of the Plat Records of Travis County, Texas. (**TRACT 3**)  
  
Volume 76, Page 50 of the Plat Records and Volume 7752, Page 732 of the Deed Records, both of Travis County, Texas. (**TRACT 4**)  
  
Volume 84, Pages 6D-7A of the Plat Records of Travis County, Texas. (**TRACT 5**)
2. Water line easement granted to the City of Austin by instrument dated January 9, 1979, recorded in Volume 6456, Page 419 of the Deed Records of Travis County, Texas, as shown on the Survey for Lot 5, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. (**TRACT 1**)
3. Building setback 25 feet in width along the street-side property line(s), as shown on the Plat recorded in Volume 77, Page 167 of the Plat Records of Travis County, Texas, as shown on the Surveys for Lots 6A and 6B, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. (**TRACT 2**)
4. Public utility easement 7.5 feet in width along Hart Lane as shown on the Plat recorded in Volume 77, Page 167 of the Plat Records of Travis County, Texas, as shown on the Survey for Lot 6B, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. (**TRACT 2-LOT 6B**)
5. Electric and telephone line easement granted to the City of Austin by instrument dated August 24, 1978, recorded in Volume 6330, Page 2320 of the Deed Records of Travis County, Texas, as shown on the Surveys for Lots 5 and 6A, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. (**TRACT 1 AND TRACT 2-LOT 6A**)
6. Underground electric and telephone line easement granted to the City of Austin by instrument dated May 22, 1981, recorded in Volume 7574, Page 31 of the Deed Records of Travis County, Texas, as shown on the Survey for Lot 6A, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. (**TRACT 2-LOT 6A**)
7. Underground electric and telephone line easement granted to the City of Austin by instrument dated May 21, 1981, recorded in Volume 7574, Page 27 of the Deed Records of Travis County, Texas, as shown on the Surveys for Lots 5 and 6A,

prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. **(TRACT 1 AND TRACT 2-LOT 6A)**

8. Electric and telephone line easement granted to the City of Austin by instrument dated February 21, 1979, recorded in Volume 6576, Page 2234 of the Deed Records of Travis County, Texas, as shown on the Survey for Lot 6B, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. **(TRACT 2-LOT 6B)**

9. Electric and telephone line easement granted to the City of Austin by instrument dated January 31, 1980, recorded in Volume 6891, Page 74 of the Deed Records of Travis County, Texas, as shown on the Survey for Lot 6B, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. **(TRACT 2-LOT 6B)**

10. Building setback 25 feet in width along the street-side property line(s), as shown on the Plat recorded in Volume 75, Page 322 of the Plat Records of Travis County, Texas, as shown on the Surveys for Lots 5, 6A and 6B, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. **(TRACTS 1 AND 2)**

11. Building setback 25 feet in width along the street-side property line(s), as shown on the Plat(s) recorded in Volume 75, Page 322 and Volume 80, Page 176 of the Plat Records of Travis County, Texas, as shown on the Surveys for Lots 8, 9 and 10, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 3, 2013, October 3, 2013 and October 1, 2013, respectively. **(TRACT 3-LOTS 8, 9 AND 10)**

12. Underground electric and telephone line easement granted to the City of Austin by instrument dated June 26, 1981, recorded in Volume 7524, Page 369 of the Deed Records of Travis County, Texas, as shown on the Surveys for Lots 8 and 9, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 3, 2013, 2013. **(TRACT 3-LOTS 8 AND 9)**

13. Underground electric and telephone line easement granted to the City of Austin by instrument dated September 18, 1981, recorded in Volume 7679, Page 898 of the Deed Records of Travis County, Texas, as shown on the Survey for Lot 9, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. **(TRACT 3-LOT 9)**

14. Access easement granted to Indian Creek Associates, Ltd., by instrument dated March 28, 1978, recorded in Volume 6125, Page 1940, of the Deed Records of Travis County, Texas. Relocated by instrument recorded in Volume 7612, Page 988, corrected and re-filed in Volume 7631, Page 428 of the Deed Records of Travis County, Texas, as shown on the Surveys for Lots 8 and 9, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 3, 2013. **(TRACT 3-LOTS 8 AND 9)**

15. Sidewalk easement granted to Indian Creeks Associates, Ltd., by instrument dated September 29, 1982, recorded in Volume 7873, Page 343 of the Deed Records of Travis County, Texas, as shown on the Survey for Lot 10, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. **(TRACT 3-LOT 10)**

16. Building setback 25 feet in width along the east and southwest property line(s), as shown on the Plat(s) recorded in Volume 64, Page 31 and Volume 76, Page 50 of the Plat Records of Travis County, Texas, as shown on the Surveys for Lots 3A and 3B, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 4-LOTS 3A AND 3B)**

17. Building setback 25 feet in width along the east, northeast, northwest and southwest property line(s), as shown on the Plat(s) recorded in Volume 64, Page 31 and Volume 76, Page 50 of the Plat Records of Travis County, Texas, as shown on the Survey for Lot 3C, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 4-LOT 3C)**

18. Drainage easement, traversing and located on portions of Lots 3B and 3C, as shown by the Plat(s) recorded in Volume 64, Page 31 and Volume 76, Page 50 of the Plat Records of Travis County, Texas, as shown on the Surveys for Lots 3B and 3C, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 4-LOTS 3B AND 3C)**

19. Underground electric and telephone line easement granted to the City of Austin, by instrument dated August 8, 1977, recorded in Volume 5873, Page 799 of the Deed Records of Travis County, Texas, as shown on the Survey for Lot 3C, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 4-LOT 3C)**

20. Water line easement granted to the City of Austin, by instrument dated January 9, 1979, recorded in Volume 6456, Page 423 of the Deed Records of Travis County, Texas, as shown on the Surveys for Lots 3A, 3B and 3C, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 4-ALL LOTS)**

21. Drainage easement granted to the City of Austin, by instrument dated February 12, 1979, recorded in Volume 6592, Page 2371 of the Deed Records of Travis County, Texas, as shown on the Surveys for Lots 3B and 3C, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 4-LOTS 3B AND 3C)**

22. Non-exclusive underground electric and telephone line easement granted to the City of Austin, by instrument dated May 14, 1986, recorded in Volume 9736, Page 901 of the Real Property Records of Travis County, Texas, as shown on the Survey for Lot 3A, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 4-LOT 3A)**

23. Wastewater line easement granted to the City of Austin, by instrument dated November 15, 2004, recorded under Document No. 2004217389 of the Official Public Records of Travis County, Texas, as shown on the Survey for Lot 3C, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 4-LOT 3C)**

24. Wastewater easement granted to the City of Austin, by instrument dated February 5, 2007, recorded under Document No. 2007032884 of the Official Public Records of Travis County, Texas, as shown on the Survey for Lot 3C, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 4-LOT 3C)**

25. Building setback 25 feet in width along the northeast property line(s), as shown on the Plat(s) recorded in Volume 63, Page 10, Volume 64, Page 91 and Volume 84, Page 6D of the Plat Records of Travis County, Texas, as shown on the Survey for Lot 1, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 1)**

26. Building setback 25 feet in width along the northeast and southeast property line(s), as shown on the Plat(s) recorded in Volume 63, Page 10, Volume 64, Page 91 and Volume 84, Page 6D of the Plat Records of Travis County, Texas, as shown on the Survey for Lot 2, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 2)**

27. Building setback 25 feet in width along the northeast property line(s), as shown on the Plat(s) recorded in Volume 64, Page 31 and Volume 84, Page 6D of the Plat Records of Travis County, Texas, as shown on the Survey for Lot 4A, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 4A)**

28. Building setback 25 feet in width along the northeast and northwest property line(s), as shown on the Plat(s) recorded in Volume 64, Page 31 and Volume 84, Page 6D of the Plat Records of Travis County, Texas, as shown on the Survey for Lot 4B, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 4B)**

29. Public utility easement 7.5 feet in width along the southwest and northwest property line(s), as shown by the Plat(s) recorded in Volume 63, Page 10, Volume 64, Page 91 and Volume 84, Page 6D of the Plat Records of Travis County, Texas, as shown on the Survey for Lot 1, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 1)**

30. Public utility easement 10 feet in width along the southwest property line(s), as shown by the Plat(s) recorded in Volume 63, Page 10, Volume 64, Page 91 and Volume 84, Page 6D of the Plat Records of Travis County, Texas, as shown on the Survey for Lot 2, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 2)**

31. Electric easement 5 feet in width along the southeast property line(s), as shown by the Plat recorded in Volume 84, Page 6D of the Plat Records of Travis County, Texas, as shown on the Survey for Lot 2, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 2)**

32. Public utility easement 7.5 feet in width traversing the lot as shown by the Plat(s) recorded in Volume 63, Page 10, Volume 64, Page 91 and Volume 84, Page 6D of the Plat Records of Travis County, Texas, as shown on the Survey for Lot 4A, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 4A)**

33. Drainage easements varying in width traversing the lot as shown by the Plat(s) recorded in Volume 64, Page 31 and Volume 84, Page 6D of the Plat Records of Travis County, Texas, as shown on the Survey for Lot 4B, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 4B)**

34. Sanitary sewer line as described in Deed recorded in Volume 4387, Page 1665 of the Deed Records of Travis County, Texas, as shown on the Survey for Lot 2, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 2)**

35. Underground telephone line easement granted to Southwestern Bell Telephone Company, by instrument dated November 4, 1977, recorded in Volume 5991, Page 1206 of the Deed Records of Travis County, Texas, as shown on the Survey for Lot 2, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 2)**

36. The terms, conditions and stipulations set out in that certain License Agreement dated February 10, 1978, recorded in Volume 6091, Page 627 of the Deed Records of Travis County, Texas, as shown on the Survey for Lot 2, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 2)**

37. Sanitary sewer easement granted to the City of Austin, by instrument dated December 5, 1975, recorded in Volume 5331, Page 1212 of the Deed Records of Travis County, Texas, as shown on the Survey for Lot 4B, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 4B)**

38. Sanitary sewer easement granted to the City of Austin, by instrument dated May 15, 1978, recorded in Volume 6185, Page 1827 of the Deed Records of Travis County, Texas, as shown on the Survey for Lot 4B, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 4B)**

39. Water line easement granted to the City of Austin, by instrument dated January 9, 1979, recorded in Volume 6456, Page 421 of the Deed Records of Travis County, Texas, as shown on the Survey for Lot 2, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 2)**

40. Non-exclusive telecommunication equipment structure and underground cable easement granted to Southwestern Bell Telephone Company, by instrument dated September 18, 1996, recorded in Volume 12784, Page 373, corrected in Volume 12815, Page 6 of the Real Property Records of Travis County, Texas, as shown on the Survey for Lot 2, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 2)**

41. Non-exclusive telecommunication equipment structure and underground cable easement granted to Southwestern Bell Telephone Company, by instrument dated May 11, 2001, recorded under Document No. 2001087389 of the Official Public Records of Travis County, Texas, as shown on the Survey for Lot 2, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(TRACT 5-LOT 2)**

42. Sanitary sewer easement granted to the City of Austin, by instrument dated September 11, 1964, recorded in Volume 2871, Page 167 of the Deed Records of Travis County, Texas, as shown on the Surveys for Lots 3B, 3C and 4B, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. **(LOTS 3B AND 3C IN TRACT 4 AND LOT 4B IN TRACT 5)**

43. Encroachment of parking spaces into the easement on the north portion of the property as shown on the Survey for Lot 5, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. (TRACT 1)

44. Encroachment of parking spaces into the easement near the southeast property line as shown on the Survey for Lot 6A, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. (TRACT 2-LOT 6A)

45. Encroachment of driveway, parking spaces and rock wall into the easement on the east portion of the property as shown on the Survey for Lot 6B, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. (TRACT 2-LOT 6B)

46. Encroachment of driveway and parking spaces into the easement on the southwest portion of the property as shown on the Survey for Lot 8, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 3, 2013. (TRACT 3-LOT 8)

47. Encroachment of driveway and parking spaces into the easements near the west property line as shown on the Survey for Lot 9, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 3, 2013. (TRACT 3-LOT 9)

48. Fence inset along the southeast property line as shown on the Survey for Lot 10, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised October 1, 2013. (TRACT 3-LOT 10)

49. Encroachment of parking spaces and driveways into the easements as shown on the Survey for Lot 3A, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. (TRACT 4-LOT 3A)

50. Encroachment of parking spaces and driveways into the easements as shown on the Survey for Lot 3B, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. (TRACT 4-LOT 3B)

51. Encroachment of building, sidewalks, parking spaces and driveways into the easements as shown on the Survey for Lot 3C, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. (TRACT 4-LOT 3C)

52. Encroachment of parking spaces into easement along Mopac as shown on the Survey for Lot 2, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. (TRACT 5-LOT 2)

53. Encroachment of driveway and parking spaces into the easement as shown on the Survey for Lot 4A, prepared by James M. Grant, RPLS No. 1919, dated August 20, 2013, revised September 30, 2013. (TRACT 5-LOT 4A)

**AFTER RECORDING RETURN TO:**

11-01-2013 201301573 JJR  
RETURN TO: HERITAGE TITLE  
401 CONGRESS, SUITE 1500  
AUSTIN, TEXAS 78701

Exhibit "B"

1991584.3

Unofficial Copy



FILED AND RECORDED  
OFFICIAL PUBLIC RECORDS

*Dana Debeauvoir*

DANA DEBEAUVOIR, COUNTY CLERK  
TRAVIS COUNTY, TEXAS

October 18 2013 11:07 AM

FEE: \$ 74.00 2013190871