

RESTRICTIVE COVENANT AGREEMENT

16155

STATE OF TEXAS)

COUNTY OF HOOD)

KNOW ALL MEN BY THESE PRESENTS:

THIS AGREEMENT, made this 13th day of June 2002, by and between ACTON MUNICIPAL UTILITY DISTRICT (herein AMUD) and PLANTATION ORCHARD, L.P. (Herein OWNER);

WHEREAS, AMUD proposes to extend service to certain real property owned by PLANTATION ORCHARD, L.P. and PLANTATION ORCHARD, L.P. desires to receive service from AMUD to said real property, which is more fully described as follows:

A 53.635 ACRE TRACT more or less IN THE JAMES W. MOORE SURVEY, ABSTRACT NO. 344 and known as Orchard Addition No. Nine, Pecan Plantation as recorded in Slide B-191 of the Plat Records, Hood County, Texas. (Please see Exhibit "A" for a metes and bounds description).

WHEREAS, it is the desire and intention of the parties hereto to restrict said land so that no water wells shall be drilled upon the land and that no other potable water distribution system shall be utilized on said land so long as such service is furnished to the land by AMUD or its successor.

NOW, THEREFORE, for and in consideration of the mutual promises, covenants and agreement of the parties hereto, AMUD and PLANTATION ORCHARD, L.P., agree that no water well shall be drilled upon the hereinabove described real property by PLANTATION ORCHARD, L.P., owner's heirs, successors, and assigns and that no other water, irrigation or sewerage system shall be utilized by PLANTATION ORCHARD, L.P., owner's heirs, successors, and assigns so long as such service shall be provided to said land by AMUD or its successor. Any Residences or commercial buildings constructed within the District must be connected to and supplied by the District water system and no other water or irrigation distribution system or supply, will be used or allowed. The only exception that properties located adjacent to a lake or river may irrigate that property, subject to an appropriate permit issued by a governmental authority. This restriction shall run with the land and shall be binding upon PLANTATION ORCHARD, L.P. and owner's heirs, administrators, executors, successors and assigns.

IN WITNESS WHEREOF, this Agreement has been duly executed on this 13th day of June, 2002.

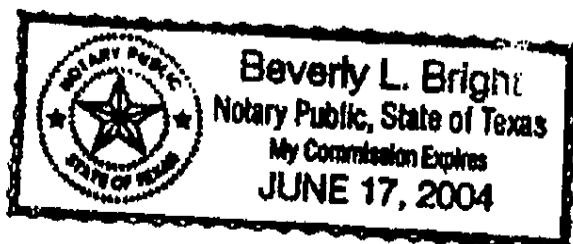
Benjamin L. Anthony
Plantation Orchard, L.P., a Texas Limited Partnership
By: Midway Brazos, Inc. a Texas Corporation, its
managing partner.

Joy Norton
Frost National Bank Joy Norton - Loan Relationship
Officer
Acton Municipal Utility District

STATE OF TEXAS)

COUNTY OF Hood)

This instrument was acknowledged before me by Benjamin L. Anthony on the 13 day of June, 2002.



Beverly L. Bright
Notary Public, State of Texas

STATE OF TEXAS)
COUNTY OF Tarrant)

This instrument was acknowledged before me by Joy Norton, on the 14th day of June, 2002.



Sean Thackeron
Notary Public, State of Texas

STATE OF TEXAS)
COUNTY OF _____)

This instrument was acknowledged before me by _____, on the _____ day of _____, 2002.

Notary Public, State of Texas

AFTER FILING RETURN TO:
ACTON MUNICIPAL UTILITY DIST.
2001 FALL CREEK HWY
GRANBURY, TX 76049

EXHIBIT A

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VOL. PG.

PECAN PLANTATION – ORCHARD ADDITION NUMBER 9

BEING a 53.635 acre tract of land situated in the James W. Moore Survey Abstract No. 344, Hood County, Texas and being a portion of that called 782.85 acre parcel three (3) of the partition Deed as recorded in Volume 1457, Page 624 and Volume 1496, Page 752 of the Deed Records of Hood County, Texas, (D.R.H.C.T.) with said 53.635 acre tract being more particularly described by metes and bounds ore follows;

BEGINNING at a 5/8 Inch iron found on the south right-of-way (R.O.W.) line of Prospect Hill Drive (having a 50 foot wide R.O.W.) with said point marking the easterly line of Pecan Plantation Unit Seventeen, an addition to Hood County, Texas according to the plat thereof recorded in Volume 3, Page 170 of the Plat Records of Hood County, Texas, (P.R.H.C.T), said point being in a curve to the left with the radius point being situated N 11-44-08 W at 1699.09 feet;

THENCE westerly, along the common curving south R.O.W. line of said Prospect Hill Drive, a curving south line of said Pecan Plantation, Unit Seventeen, the curving north line of said 53.635 acre tract and said curve to the left having a central angle of 01-34-02, having a radius of 1699.09 feet, a chord bearing N 77-28-51 E at 46.47 feet. and an arc distance of 48.47 feet (46.55 feet -plot and deed call) to a 1/2 inch iron rod found for an corner of said Pecan Plantation Unit Seventeen;

THENCE N 13-15-33 W departing said curving south R.O.W. line of Prospect Hill Drive along an east line of Lot 2334 of said Pecan Plantation, Unit Seventeen, and along the common west the of said 53.635 acre tract. a distance of 209.18 feet (208.90 feet - plat and deed call) to a 5/8 inch iron rod found marking an ell corner of said Pecan Plantation, Unit Seventeen, the most northerly corner of said Lot 2334, and a common northwest corner of said 53.635 acre tract being in the south tine of Pecan Plantation, Unit Two, an addition to Hood County, Texas, according to the plat thereof recorded in Volume 2, Page 14 - P.R.H.C.T., with said point being in the south line of Lot 287 of said Pecan Plantation, Unit Seventeen;

THENCE North 78-27-27 E (N 78-50-00 E - plat and deed call), departing said Pecan Plantation, Unit Seventeen, along the south line of said Pecan Plantation, Unit Two, the south the of said Lot 287, and along the common north line of said 53.635 acre tract, a distance of 5.14 feet (5.50 feet - plot and deed call) to a 5/8 Inch iron rod set with plastic yellow cap Stamped "The Wallace Group" marking the most southerly, corner of said Lot 287 and said Pecan Plantation, Unit Seventeen;

THENCE N 73-22-27 E (N 73-48-00 E - plat and deed call), along the south the of said Pecan Plantation Unit Two, the south lines of ward Lots 282, Lot 283, Lot 284, Lot 285 and 286 of said Pecan Plantation, Unit Two, and along the common north line of said 53.635 acre tract a distance of 506.80 feet (506.80 feet - plat ad deed call) to a 5/8 inch iron rod found marking the most southerly corner of said Lot 282 and said Pecan Plantation, Unit Two, and the common northwest corner of said 53.635 acre tract;

THENCE N 14-28-23 E (N 14-52-00 E - plot and deed call). along the easterly the of said Pecan Plantation, Unit Two, east lines of said Lots 279, Lot 280, Lot 281, and 282 of said Pecan Plantation, Unit Two, and along the common westerly line of said 53.635 acre tract a distance of 401.10 feet (401.25 feet - plot and deed call) to a 5/8 inch iron rod found marking the most easterly corner of said

Lot 279 and said Pecan Plantation, Unit Two, and the common northwest corner of said 53.635 acre tract;

THENCE N 67-59-03 E (N 67-25-00 E - plat and dead call). along the southerly line of said Pecan Plantation, Unit Two, the South lines of said Lots 275, Lot 276, Lot 277, and 278 of said Pecan Plantation, Unit Two, and along the common northerly line of said 53.635 acre tract a distance of 350.81 feet to a 5/8 inch iron rod set with plastic yellow cap stamped "The Wallace Group" marking the most northerly corner of said 53.635 acre tract;

THENCE S 22-00-57 E, departing said south line of Pecan Plantation, Unit Two, and along the northeasterly line of said 53.635 acre tract, a distance of 222.54 feet to 5/8 inch iron rod set with plastic yellow cap stamped "The Wallace Group" marking an northerly corner of said 53.635 acre tract;

THENCE S 67-59-03 W, along the northeasterly line of said 53.635 acre tract, a distance of 10.56 feet to 5/8 inch iron rod set with plastic yellow cap stamped "The Wallace Group" marking an ell corner of said 53.635 acre tract;

THENCE S 03-18-08 E, and along the northeasterly line of said 53.635 acre tract a distance of 182.9 feet to 5/8 inch Iron rod set with plastic yellow cap Stamped "The Wallace Group" marking an ell corner of said 53.635 acre feet and being located in the north line of called 8.40 acre Pared 18 of the warranty deed as recorded in Volume 1565, Page 710 of the Deed Records of Hood County Texas;

THENCE N 84-02-11 W and along the easterly common line of said 53.635 acre tract and westerly line of called 8.40 acre tract, a distance of 45.40 feet to 5/8 inch iron rod set with plastic yellow cap stamped "The Wallace group" for corner;

THENCE S 07-52-15 W (S 08-18-02 W -deed call), along the easterly common line of said 53.635 acre tract and westerly line of called 8.40 acre tract, a distance of 861.07 feet to 5/8 inch iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

THENCE S 17-50-42 E (S 17-24-55 E -deed call). along the westerly common line of said 53.635 acre tract and westerly line of called 8.40 acre tract, a distance of 157.57 feet to 5/8 inch iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

THENCE S 31-44-37 E (S 31-18-50 E - deed call). along the westerly common line of said 53.635 acre tract and westerly line of called 8.40 acre tract, a distance of 265.75 feet to 5/8 inch Iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

THENCE S 00-26-28 E (S 09-00-41 E -deed call), along the easterly common line of said 53.635 acre tract and westerly the of called 8.40 acre tract, a distance of 249.32 feet to the southwest corner of said 8.40 acre tract to 5/8 inch iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

THENCE S 07-40-44 W departing said 8.40 acre tract and along the easterly line of said 53.635 acre tract, a distance of 278.57 feet to 5/8 Inch iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

THENCE N 76-08-08 E along northerly line of said 53.635 acre tract a distance of 70.86 feet to a 5/8 Inch iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

THENCE S 80-19-36 E along northerly line of said 53.635 acre tract, a distance of 133.64 feet to 5/8 inch iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

THENCE S 09-40-22 W along easterly line of said 53.635 acre tract, a distance of 100.00 feet to 5/8 inch iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

THENCE N 80-19-38 W along southerly line of said 53.635 acre tract, a distance of 18.47 feet to 5/8 Inch iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

THENCE S 09-40-22 W along easterly line of said 53.635 acre tract. a distance of 237.75 feet to 5/8 Inch Iron rod set with plastic yellow cap stamped "The Wallace Group" for corner; said point being in a curve to the left with the radius point being situated S 80-19-38 E at 1000.00 feet;

THENCE southerly along said curve to the left having a central angle of 11-11-34, a radius of 1000.00 feet, a chord bearing S 04-04-35 W at 195.04 feet; and an arc distance of 195.35 feet to 5/8 inch iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

THENCE S 01-23-49 E, along westerly line of said 53.635 acre tract, a distance of 29.28 passing the northwest corner of a called 5.958 acre tract of land as recorded in Volume 1457, Page 624 and Volume 1496, Page 752 of the Deed records Hood County, Texas and continuing for a total distance of 183.77 feet to 5/8 Inch iron rod set with plastic yellow cap stamped "The Wallace Group" marking the northwest corner of Lot 1, Block 5 of Orchard Addition No. 2 an addition to Hood County, according to the plat thereof recorded in Slide A-363, P.R.H.C.T.;

THENCE S 88-48-08 W, along northerly line of said Orchard addition, No. 2, a distance of 50.00 feet to 1/2 inch Iron rod found for corner, said point also being the northwest R.O.W. of Orchard Drive (50" R.O.W.) and the northwest corner of said Orchard Addition No. 2;

THENCE N 01-23-49 W, along westerly line of said 53.635 acre tract a distance of 183.49 feet to 5/8 Inch iron rod set with plastic yellow cap stamped "The Wallace Group" for corner; said point being in a curve to the right with the radius point being situated N 88-38-11 E at 1050.00 feet;

THENCE northerly, along said curve to the right having a central angle of 11-11-34, a radius of 1050.00 feet, a chord bearing N 04-04-35 E at 204.79 feet, and an arc distance of 205.12 feet to 5/8 Inch Iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

THENCE N 09-40-22 E along westerly line of said 53.635 acre tract, a distance of 237.74 feet to 5/8 inch Iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

THENCE N 80-19-38 W along southerly line of said 53.635 acre tract, a distance of 44.34 to 5/8 Inch iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

THENCE S 78-08-08 W along southerly line of said 53.635 acre tract a distance of 97.66 feet to 5/8 Inch iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

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THENCE N 80-19-38 W along southerly liner of said 53.635 acre tract a distance of 321.13 feet to 5/8 inch iron rod set with plastic yellow cap stamped "The Wallace Group" for corner; VOL PG.

THENCE S 09-38-47 W along easterly line of said 53.635 acre tract passing at a distance of 190.05 feet the northwest corner of that certain called 17.216 acre tract designated as The Driving Range by said Partition Deed; continuing far a total distance of 1217.64 feet to 5/8 inch iron rod set with plastic yellow cap stamped "The Wallace Group" for the northeast corner of a 5.000 care tract of land;

THENCE N 80-21-13 W departing the common westerly line of the aforementioned 'The Driving Range', and with the north line of said 5.000 acre tract to the easterly line of Lot 2357 of said Pecan Plantation, Unit Seventeen, a distance of 432.02 feet to a 5/8 inch iron rod set with plastic yellow cap stamped "The Wallace Group" for corner;

THENCE N 09-14-47 E along the westerly line of Lots 2357 through Lots 2353 of said Pecan Plantation, Unit Seventeen, a distance of 490.62 feet to a 5/8 Inch iron rod found for corner;

THENCE N 28-18-03 W (N 27-48-30 W -plat and deed call), along the northeasterly line of Lot 2352 of said Pecan Plantation, Unit Seventeen, a distance of 141.29 feet to the north corner of said Lot 2352 to a 5/8 inch iron rod found for corner;

THENCE N 38-53-17 W (N 38-25-00 W -plot and deed call). along the northeasterly line of Lots 2351 and Lots 2350 of said Pecan Plantation, Unit Seventeen, a distance of 159.72 feet to a 5/8 Inch Iron rod found for corner;

THENCE N 09-41-18 E (N 10-07-00 E - plat and deed call). along the northeasterly line of Lots 2349 through Lots 2344 of said Pecan Plantation, Unit Seventeen, a distance of 707.48 feet to a 1/2 inch iron rod found for corner;

THENCE N 00-20-58-E (N 00-50-00 E - plat and deed call), along the northeasterly line of Lots 2344 through Lot 2341 of said Pecan Plantation, Unit Seventeen, a distance of 354.26 feet to a 5/8 inch Iron rod found for corner;

THENCE N 07-50-23 W (N 07-23-00 W -plat and deed call), along the northeasterly the of Lots 2341 through Lots 2335 of said Pecan Plantation, Unit Seventeen, a distance of 662.94 feet to the northeast corner of Lot 2335 and the south R.O.W. Line of Prospect Hill Drive to the POINT Of BEGINNING of the herein described tract containing within the metes recited 53.635 acres of land, more or less.

Any provision herein which restricts the sale, rental, or use of the described real property because of color or race is invalid and unenforceable under Federal law.
STATE OF TEXAS COUNTY OF HOOD
I hereby certify that this instrument was filed on the date and at the time stamped hereon by me and was duly RECORDED in the OFFICIAL PUBLIC RECORDS OF HOOD COUNTY TEXAS, in the Volume and Page as shown hereon.



Sally Oubre
SALLY OUBRE, County Clerk
Hood County, Texas

FILED FOR RECORD
AT HOOD M.

NOV 14 2002

Sally Oubre
County Clerk, Hood County, TX