

EXHIBIT A-1

37.037 acres of land in Section 15, 10, 9, 4, Block 41, T-2-S, T&P Ry Company Survey, Ector and Midland Counties, Texas, which is more particularly described as: "Road Dedication Plat", an addition to the City of Odessa, Midland County, Texas, according to the map or plat thereof recorded in Cabinet D, Page 240, Midland County Plat Records and Cabinet A, Page 58B, Ector County Plat Records; and

50.098 acres of land in Section 10, Block 41, T-2-S, T&P Ry Company Survey, Midland County, Texas, which is more particularly described as: "Mission Estates 2nd Filing", an addition to the City of Odessa, Midland County, Texas, according to the map or plat thereof recorded in Cabinet D, Page 241, Midland County Plat Records; and

16.531 acres of land in Section 10, Block 41, T-2-S, T&P Ry Company Survey, Midland County, Texas, which is more particularly described as: "Mission Estates 3rd Filing", an addition to the City of Odessa, Midland County, Texas, according to the map or plat thereof recorded in Cabinet D, Page 242, Midland County Plat Records; and

28.449 acres of land in Sections 10 and 15, Block 41, T-2-S, T&P Ry Company Survey, Midland County, Texas, which is more particularly described as: "Mission Estates 4th Filing", an addition to the City of Odessa, Midland County, Texas, according to the map or plat thereof recorded in Cabinet D, Page 243, Midland County Plat Records; and

25.374 acres of land in Sections 10 and 15, Block 41, T-2-S, T&P Ry Company Survey, Midland County, Texas, which is more particularly described as: "Mission Estates 5th Filing", an addition to the City of Odessa, Midland County, Texas, according to the map or plat thereof recorded in Cabinet D, Page 244, Midland County Plat Records; and

48.230 acres of land in Sections 10 and 15, Block 41, T-2-S, T&P Ry Company Survey, Midland County, Texas, which is more particularly described as: "Mission Estates 6th Filing", an addition to the City of Odessa, Midland County, Texas, according to the map or plat thereof recorded in Cabinet D, Page 245, Midland County Plat Records; and

17.225 acres of land in Section 15, Block 41, T-2-S, T&P Ry Company Survey, Midland County, Texas which is more particularly described as: "Mission Estates 7th Filing", an addition to the City of Odessa, Midland County, Texas, according to the map or plat thereof recorded in Cabinet D, Page 246, Midland County Plat Records; and

17.732 acres of land in Section 15, Block 41, T-2-S, T&P Ry Company Survey, Midland County, Texas, which is more particularly described as: "Mission Estates 8th Filing", an addition to the City of Odessa, Midland County, Texas, according to the map or plat thereof recorded in Cabinet D, Page 247, Midland County Plat Records; and

(See Exhibit A-2 through A-6 for further description of that property subject to the Declaration of Covenants, Conditions and Restrictions for Mission Estates).

Landgraf, Crutcher and Associates, Inc.

TRANSPORTATION CONSULTANTS - CIVIL ENGINEERS

115 WEST 6TH STREET
ODESSA, TEXAS 79761

EXHIBIT A-2

TELEPHONE
(915) 332-5058

METES & BOUNDS DESCRIPTION

For
3.339 Acres of Land in Section 10,
Block 41, T-2-S, T&P RR. Co. Survey,
Midland County, Texas

BEING A 3.339 ACRE TRACT OF LAND IN SECTION 10, BLOCK 41, T-2-S, T&P RR. COMPANY SURVEY, MIDLAND COUNTY, TEXAS AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a point for the Southwest corner of said tract from which point the Southwest corner of Section 10 bears South $15^{\circ} 59' 00''$ East, a distance of 3017.60 feet and South $74^{\circ} 01' 00''$ West, a distance of 2202.98 feet;

THENCE North $55^{\circ} 37' 56''$ West, a distance of 180.47 feet to a point;

THENCE North $35^{\circ} 06' 05''$ West, a distance of 167.36 feet to a point;

THENCE North $88^{\circ} 50' 35''$ West, a distance of 344.74 feet to a point;

THENCE North $55^{\circ} 42' 00''$ East, a distance of 522.98 feet to a point for the Northeast corner of the drill site;

THENCE South $34^{\circ} 18' 00''$ East, a distance of 375.71 feet to a point;

THENCE Southerly along a curve to the Right having a delta angle of $78^{\circ} 02' 18''$ a radius of 151.56 feet and a tangent length of 122.81 feet, a distance of 206.43 feet to a point;

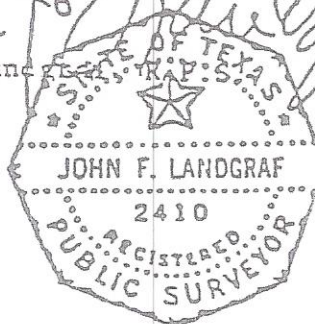
THENCE South $43^{\circ} 44' 18''$ West, a distance of 55.23 feet to the PLACE OF BEGINNING containing 145,451.45 square feet or 3.339 acres of land, more or less.

July 1, 1982

Our Job No: 81-025-3
Revised Drill Site 10-2
9-22-82

LANDGRAF, CRUTCHER & ASSOCIATES, INC.

John F. Landgraf



Landgraf, Crutcher and Associates, Inc.

TRANSPORTATION CONSULTANTS - CIVIL ENGINEERS

WEST 6TH STREET
ODESSA, TEXAS 79761

EXHIBIT A-3

TELEPHONE
(915) 332-5055

METES & BOUNDS DESCRIPTION

For
A 2.056 Acre Tract of Land in Section 10,
Block 41, T-2-S, T&P RR. Co. Survey,
Midland County, Texas

BEING A 2.056 ACRE TRACT OF LAND IN SECTION 10, BLOCK 41, T-2-S, T&P RR. COMPANY SURVEY, MIDLAND COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a point for the Southwest corner of said tract from which point the Southwest corner of Section 10 bears South $15^{\circ} 59' 00''$ East, a distance of 1,663.02 feet and South $74^{\circ} 01' 00''$ West, a distance of 1,691.84 feet;

THENCE North $39^{\circ} 58' 15''$ West, a distance of 528.34 feet to a point of the Northwest corner;

THENCE South $72^{\circ} 47' 40''$ East, a distance of 57.97 feet to a point;

THENCE North $33^{\circ} 00' 15''$ East, a distance of 207.43 feet to a point;

THENCE South $48^{\circ} 14' 19''$ East, a distance of 40.47 feet to a point;

THENCE South $33^{\circ} 00' 15''$ West, a distance of 189.95 feet to a point;

THENCE South $72^{\circ} 47' 40''$ East, a distance of 470.37 feet to a point for the Southeast corner of the drill site;

THENCE South $40^{\circ} 56' 26''$ West, a distance of 312.85 feet to the PLACE OF BEGINNING containing 89,555.56 square feet or 2.056 acres of land more or less.

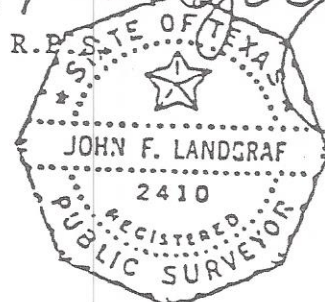
July 1, 1982

LANDGRAF, CRUTCHER & ASSOCIATES, INC.

John F. Landgraf

John F. Landgraf, R.P.S.

Our Job No: 81-025-3
Drill Site 10-3



Landgraf, Crutcher and Associates, Inc.

TRANSPORTATION CONSULTANTS - CIVIL ENGINEERS

WEST 6TH STREET
ODESSA, TEXAS 79761

EXHIBIT A-4

TELEPHONE
(915) 332-5058

METES & BOUNDS DESCRIPTION

For

A 2.653 Acre Tract of Land in Section 10,
Block 41, T-2-S, T&P RR. Co. Survey,
Midland County, Texas

BEING A 2.653 ACRE TRACT OF LAND IN SECTION 10, BLOCK 41, T-2-S, T&P RR. COMPANY SURVEY, MIDLAND COUNTY, TEXAS AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a point for the Southeast corner of said tract, from which point the Southeast corner of Section 10 bears North $74^{\circ} 48' 27''$ East, a distance of 1,270.51 feet and South $15^{\circ} 11' 33''$ East, a distance of 1,837.06 feet;

THENCE South $53^{\circ} 44' 46''$ West, a distance of 279.02 feet to a point for the Southern corner of the drill site;

THENCE North $51^{\circ} 55' 14''$ West, a distance of 298.34 feet to a point for the Western corner of the drill site;

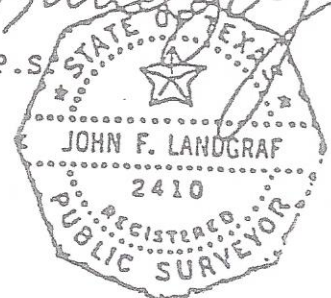
THENCE North $49^{\circ} 37' 56''$ East, a distance of 483.29 feet to a point for the Northern corner of the drill site;

THENCE South $15^{\circ} 25' 41''$ East, a distance of 344.43 feet to the PLACE OF BEGINNING containing 115,543.99 square feet or 2.653 Acres of land more or less.

July 1, 1982

LANDGRAF, CRUTCHER & ASSOCIATES, INC.

John F. Landgraf
John F. Landgraf, R.P.S.



Our Job No: 81-025-3
Drill Site 10-4

LCA

TRANSPORTATION CONSULTANTS - CIVIL ENGINEERS

EST 6TH STREET
DESSA, TEXAS 79761

EXHIBIT A-5

TELEPHONE
(915) 332-5058

METES & BOUNDS DESCRIPTION

For
3.651 Acres of Land in Section 10,
Block 41, T-2-S, T&P RR. Co. Survey,
Midland County, Texas

BEING A 3.651 ACRE TRACT OF LAND IN SECTION 10, BLOCK 41, T-2-S, T&P RR.
COMPANY SURVEY, MIDLAND COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED
AS FOLLOWS:

BEGINNING at a point for the Eastern corner of said tract from which point
the Southwest corner of Section 10 bears South 15° 59' 00" East, a distance
of 975.74 feet and South 74° 01' 00" West, a distance of 1385.76 feet;

THENCE Southwesterly along a curve to the Left having a delta angle of
35° 25' 54", a radius of 555.00 feet, a chord bearing of South 61° 15' 39"
West, and a chord distance of 337.77 feet and a curve length of 343.21 feet
to a point;

THENCE Southwesterly along a curve to the Right having a delta angle of
34° 20' 00", a radius of 490.00 feet, a chord bearing of South 60° 42' 42"
West, a chord distance of 289.25 feet and a curve length of 293.62 feet to
a point;

THENCE North 56° 25' 29" West, a distance of 28.52 feet to a point;

THENCE Northwesterly along a curve to the Left having a delta angle of
07° 37' 52", a radius of 3726.39 feet, a chord bearing of North 15° 52' 13"
West, and a chord distance of 495.94 feet and a curve length of 496.31 feet
to a point for the Northwest corner of the drill site;

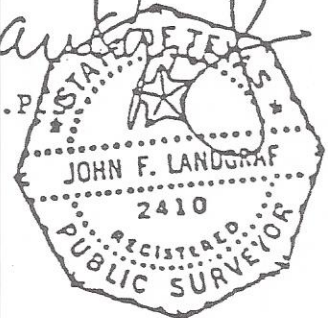
THENCE South 75° 03' 24" East, a distance of 732.59 feet to the PLACE OF
BEGINNING, containing 159,026.44 square feet or 3.651 acres of land, more
or less.

July 1, 1982

Our Job No: 81-025-3
Revised Drill Site 10-5
9-23-82

LANDGRAF, CRUTCHER & ASSOCIATES, INC.

John F. Landgraf
John F. Landgraf, R.P.S.



LCA

Landgraf, Crutcher and Associates, Inc.

TRANSPORTATION CONSULTANTS - CIVIL ENGINEERS

5 WEST 6TH STREET
ODESSA, TEXAS 79761

EXHIBIT A-6

TELEPHONE
(915) 332-5058

METES & BOUNDS DESCRIPTION

For

A 3.081 Acre Tract of Land in Section 10,
Block 41, T-2-S, T&P RR. CO. SURVEY,
Midland County, Texas

BEING A 3.081 ACRE TRACT OF LAND IN SECTION 10, BLOCK 41, T-2-S, T&P RR. COMPANY SURVEY, MIDLAND COUNTY, TEXAS AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a point from the East corner of said tract from which point the Southeast corner of Section 10 bears North $74^{\circ} 48' 27''$ East, a distance of 1633.10 feet and South $15^{\circ} 11' 33''$ East, a distance of 521.09 feet;

THENCE South $40^{\circ} 54' 52''$ West, a distance of 480.06 feet to a point for the Southern corner of the drill site;

THENCE North $03^{\circ} 12' 52''$ West, a distance of 121.49 feet to a point;

THENCE South $89^{\circ} 30' 52''$ West, a distance of 189.23 feet to a point;

THENCE North $09^{\circ} 48' 18''$ East, a distance of 40.66 feet to a point;

THENCE North $89^{\circ} 30' 52''$ East, a distance of 180.06 feet;

THENCE North $03^{\circ} 12' 52''$ West, a distance of 597.28 feet to a point for the Northern corner of the drill site;

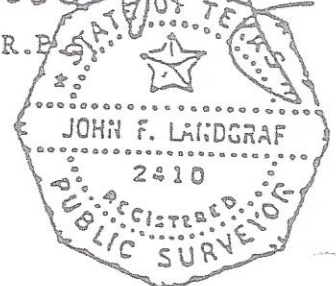
THENCE South $42^{\circ} 06' 53''$ East, a distance of 532.28 feet to the PLACE OF BEGINNING containing 134,205.16 square feet or 3.081 acres of land more or less.

July 1, 1982

LANDGRAF, CRUTCHER & ASSOCIATES, INC.

Our Job No: 81-025-3
Drill Site 10-6

John F. Landgraf, R.P.S.



LCA

EXHIBIT B

PAGE 1

COMMON PROPERTIES

Lot 31, Block 10, Sixth Filing of Mission Estates Subdivision, an addition to the City of Odessa, Midland County, Texas.

Lot 65, Block 11, Sixth Filing of Mission Estates Subdivision, an addition to the City of Odessa, Midland County, Texas.

See Exhibit B, Page 2 through 7 for additional Common Properties.

1 WEST 5TH STREET
ODESSA, TEXAS 79761

EXHIBIT B
PAGE 2

TELEPHONE
(915) 332-5058

METES & BOUNDS DESCRIPTION
For

A 2.056 Acre Tract of Land in Section 10,
Block 41, T-2-S, T&P RR. Co. Survey,
Midland County, Texas

BEING A 2.056 ACRE TRACT OF LAND IN SECTION 10, BLOCK 41, T-2-S, T&P RR.
COMPANY SURVEY, MIDLAND COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED
AS FOLLOWS:

BEGINNING at a point for the Southwest corner of said tract from which point
the Southwest corner of Section 10 bears South 15° 59' 00" East, a distance of
1,663.02 feet and South 74° 01' 00" West, a distance of 1,691.84 feet;

THENCE North 39° 58' 15" West, a distance of 528.34 feet to a point of the
Northwest corner;

THENCE South 72° 47' 40" East, a distance of 57.97 feet to a point;

THENCE North 33° 00' 15" East, a distance of 207.43 feet to a point;

THENCE South 48° 14' 19" East, a distance of 40.47 feet to a point;

THENCE South 33° 00' 15" West, a distance of 189.95 feet to a point;

THENCE South 72° 47' 40" East, a distance of 470.37 feet to a point for the
Southeast corner of the drill site;

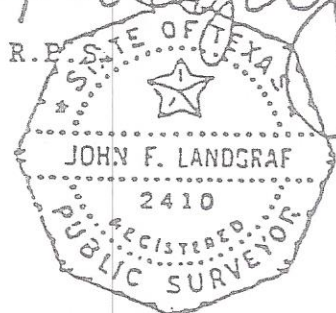
THENCE South 40° 56' 26" West, a distance of 312.85 feet to the PLACE OF
BEGINNING containing 89,555.56 square feet or 2.056 acres of land more or less.

July 1, 1982

LANDGRAF, CRUTCHER & ASSOCIATES, INC.

John F. Landgraf
John F. Landgraf, R.P.

Our Job No: 81-025-3
Drill Site 10-3



WEST 6TH STREET
DRESSA, TEXAS 79761

EXHIBIT B
PAGE 3

TELEPHONE
(915) 332-5051

METES & BOUNDS DESCRIPTION

For
A 2.653 Acre Tract of Land in Section 10,
Block 41, T-2-S, T&P RR. Co. Survey,
Midland County, Texas

BEING A 2.653 ACRE TRACT OF LAND IN SECTION 10, BLOCK 41, T-2-S, T&P RR. COMPANY SURVEY, MIDLAND COUNTY, TEXAS AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a point for the Southeast corner of said tract, from which point the Southeast corner of Section 10 bears North 74° 48' 27" East, a distance of 1,270.51 feet and South 15° 11' 33" East, a distance of 1,837.06 feet;

THENCE South 53° 44' 46" West, a distance of 279.02 feet to a point for the Southern corner of the drill site;

THENCE North 51° 55' 14" West, a distance of 298.34 feet to a point for the Western corner of the drill site;

THENCE North 49° 37' 56" East, a distance of 483.29 feet to a point for the Northern corner of the drill site;

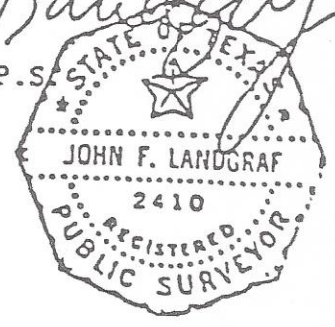
THENCE South 15° 25' 41" East, a distance of 344.43 feet to the PLACE OF BEGINNING containing 115,543.99 square feet or 2.653 Acres of land more or less.

July 1, 1982

LANDGRAF, CRUTCHER & ASSOCIATES, INC.

John F. Landgraf
John F. Landgraf, R.P.S.

Our Job No: 81-025-3
Drill Site 10-4



15 WEST 6TH STREET
DESSA, TEXAS 79761

EXHIBIT B
PAGE 4

TELEPHONE
(915) 337-5058

METES & BOUNDS DESCRIPTION

For

A 3.081 Acre Tract of Land in Section 10,
Block 41, T-2-S, T&P RR. CO. SURVEY,
Midland County, Texas

BEING A 3.081 ACRE TRACT OF LAND IN SECTION 10, BLOCK 41, T-2-S, T&P RR. COMPANY SURVEY, MIDLAND COUNTY, TEXAS AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a point from the East corner of said tract from which point the Southeast corner of Section 10 bears North 74° 48' 27" East, a distance of 1633.10 feet and South 15° 11' 33" East, a distance of 521.09 feet;

THENCE South 40° 54' 52" West, a distance of 480.06 feet to a point for the Southern corner of the drill site;

THENCE North 03° 12' 52" West, a distance of 121.49 feet to a point;

THENCE South 89° 30' 52" West, a distance of 189.23 feet to a point;

THENCE North 09° 48' 18" East, a distance of 40.66 feet to a point;

THENCE North 89° 30' 52" East, a distance of 180.06 feet;

THENCE North 03° 12' 52" West, a distance of 597.28 feet to a point for the Northern corner of the drill site;

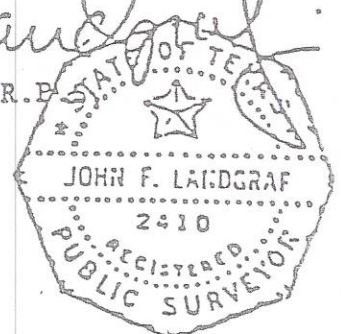
THENCE South 42° 06' 53" East, a distance of 532.28 feet to the PLACE OF BEGINNING containing 134,205.16 square feet or 3.081 acres of land more or less.

July 1, 1982

LANDGRAF, CRUTCHER & ASSOCIATES, INC.

John F. Landgraf
John F. Landgraf, R.P.S.

Our Job No: 81-025-3
Drill Site 10-6



Landgraf, Crutcher and Associates, Inc.

TRANSPORTATION CONSULTANTS . CIVIL ENGINEERS

EXHIBIT B

PAGE 5

NORTH TEXAS
ODESSA, TEXAS 79761
(915) 332-5058
563-1761

1535 W. MOCKINGBIRD LANE
SUITE 404
DALLAS, TEXAS 75235
(214) 263-1766

METES & BOUNDS DESCRIPTION

For

A Private Street Located in Mission Estates 5th Filing
City of Odessa, Midland County, Texas

BEING A PRIVATE STREET LOCATED IN MISSION ESTATES 5TH FILING, IN THE CITY OF ODESSA, MIDLAND COUNTY, TEXAS, AS RECORDED IN CABINET D, PAGE 244, MIDLAND COUNTY PLAT RECORDS, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a point on the curved East Right-of-Way line of Mission Drive, said point also being along the West boundary line of Mission Estates 5th Filing and a point of cutback for the South side of said Private Street, from which point the Southwest corner of Section 10, Block 41, T-2-S, T&P Rr. Company Survey, Midland County, Texas bears South $15^{\circ} 59' 00''$ East; a distance of 719.09 feet and South $74^{\circ} 01' 00''$ West, a distance of 2,587.04 feet;

THENCE along said cutback North $48^{\circ} 07' 41''$ East, a distance of 28.11 feet to a point;

THENCE South $86^{\circ} 31' 17''$ East, a distance of 102.14 feet to a point of curvature;

THENCE along said curve to the Right having a radius of 150 feet, a delta angle of $71^{\circ} 11' 53''$ and an arc length of 186.40 feet to a point of tangency;

THENCE South $15^{\circ} 19' 25''$ East, a distance of 40.64 feet to a point of curvature;

THENCE along said curve to the Left having a radius of 150 feet, a delta angle of $51^{\circ} 31' 50''$, a chord bearing of South $41^{\circ} 05' 20''$ East, a chord distance of 130.41 feet and an arc length of 134.91 feet to a point of cutback;

THENCE along said cutback South $33^{\circ} 40' 42''$ East, a distance of 32.76 feet to a point;

THENCE South $01^{\circ} 52' 43''$ West, a distance of 208.08 feet to a point;

THENCE South $88^{\circ} 07' 17''$ East, a distance of 100.00 feet to a point;

THENCE North $01^{\circ} 52' 43''$ East, a distance of 208.67 feet to a point of cutback;

THENCE along said cutback North $38^{\circ} 11' 55''$ East, a distance of 32.22 feet to a point on the curved Right-of-Way line of said Private Street;



THENCE along said curve to the Left having a radius of 200 feet, a delta angle of $78^{\circ} 35' 03''$, a chord bearing of North $32^{\circ} 22' 45''$ East, a chord distance of 253.31 feet and an arc length of 274.31 feet to a point of tangency;

THENCE North $06^{\circ} 54' 46''$ West, a distance of 374.06 feet to a point of curvature;

THENCE along said curve to the Left having a radius of 325 feet, a delta angle of $60^{\circ} 31' 51''$, a chord bearing of North $37^{\circ} 10' 42''$ West, a chord length of 327.60 feet, and an arc length of 343.35 feet to a point;

THENCE North $12^{\circ} 32' 35''$ East, a distance of 88.85 feet to a point;

THENCE North $77^{\circ} 27' 25''$ West, a distance of 100.00 feet to a point;

THENCE South $12^{\circ} 32' 35''$ West, a distance of 165.00 feet to a point;

THENCE South $77^{\circ} 27' 25''$ East, a distance of 100.00 feet to a point;

THENCE North $12^{\circ} 32' 35''$ East, a distance of 15.23 feet to a point of cutback;

THENCE along said cutback North $63^{\circ} 59' 28''$ East, a distance of 12.46 feet to a point on the curved Right-of-Way line of said Private Street;

THENCE along said curve to the Right having a radius of 275 feet, a delta angle of $56^{\circ} 36' 09''$, a chord bearing of South $35^{\circ} 12' 51''$ East, a chord length of 260.76 feet and an arc length of 271.67 feet to a point of tangency;

THENCE South $06^{\circ} 54' 46''$ East, a distance of 374.06 feet to a point of curvature;

THENCE along said curve to the Right having a radius of 150 feet, a delta angle of $115^{\circ} 49' 07''$ and an arc length of 303.21 feet to a point of compound curve;

THENCE along said curve to the Right having a radius of 100 feet, a delta angle of $55^{\circ} 46' 14''$ and an arc length of 97.34 feet to a point of tangency;

THENCE North $15^{\circ} 19' 25''$ West, a distance of 40.64 feet to a point of curvature;

THENCE along said curve to the Left having a radius of 200 feet, a delta angle of $71^{\circ} 11' 53''$ and an arc length of 248.53 feet to a point of tangency;

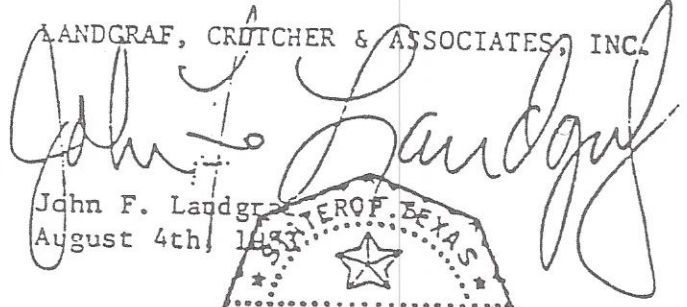
THENCE North $86^{\circ} 31' 17''$ West, a distance of 102.14 feet to a point of cutback;

THENCE along said cutback North $41^{\circ} 17' 20''$ West, a distance of 28.17 feet to a point on the curved East Right-of-Way line of Mission Drive;

THENCE Southerly along said curve to the Left having a radius of 4,306.46 feet, a delta angle of $00^{\circ} 59' 34''$, a chord bearing of South $03^{\circ} 34' 51''$ West, a chord distance of 74.62 feet and an arc length of 74.62 feet to a point of compound curve;

THENCE Southerly along said curve to the Left having a radius of 1,079.24 feet, a delta angle of $00^{\circ} 49' 01''$, a chord bearing of South $02^{\circ} 40' 33''$ West, a chord distance of 15.39 feet and an arc length of 15.39 feet to the PLACE OF BEGINNING, containing 116,885.40 square feet or 2.683 acres of land, more or less.

LANDGRAF, CRITCHER & ASSOCIATES, INC.



John F. Landgraf
August 4th, 1983



EXHIBIT "C"
MISSION ESTATES
PROPERTY OWNERS ASSOCIATION
GENERAL OPERATING BUDGET 1984 (7/1/84 through 12/31/84)

Description	7/84	8/84	9/84	10/84	11/84	12/84	TOTAL
<u>Operational Expenses</u>							
Administrative							
Admin. Salaries	1065	1067	1067	1067	1067	1067	6400
Supplies/Printing	167	167	167	83	83	83	750
Bookeeping/Accounting	500	500	500	500	500	500	3000
Rent/Utilities	100	100	100	100	100	100	600
Phone	50	50	50	50	50	50	300
Management Fees	500	500	500	500	500	500	3000
Contingency	223	223	223	222	222	222	1335
<hr/>							
Subtotal	2605	2607	2607	2522	2522	2522	15385
Maintenance							
Common Areas							
Maint. Salaries	1120	1120	1120	1120	1120	1120	6720
Maint. Wages	1760	1760	1760	1760	1760	1760	10560
Payroll Taxes	202	202	202	202	201	201	1210
Fringe Benefits	542	537	537	538	538	538	3230
Fert./Chemicals	650	650	650	650	650	650	3900
Seed, Sod, Trees	170	170	170	170	170	150	1000
Equipment Repair	200	200	200	200	200	200	1200
Irrigation Repair	200	200	200	200	200	200	1200
Small Tools	125	125	0	0	0	0	250
Gas, Oil, Lube	335	333	333	333	333	333	2000
License Permits	100	0	0	0	0	0	100
Equipment Rental	85	83	83	83	83	83	500
Fence Repair Fund	35	33	33	33	33	33	200
<hr/>							
Subtotal	5524	5413	5288	5289	5288	5268	32070
Community Programs							
Newsletter	250	250	250	250	250	250	1500
Other Committees	50	50	50	50	50	50	300
<hr/>							
Subtotal	300	300	300	300	300	300	1800
Community Services							
Cable TV	*	*	*	*	*	*	*
Utilities							
Water	1334	1333	1333	500	500	500	5500
Electricity	500	500	500	333	333	334	2500
<hr/>							
Subtotal	1834	1833	1833	833	833	834	8000

Description	7/84	8/84	9/84	10/84	11/84	12/84	TOTAL
<u>Operational Expenses (cont.)</u>							
Insurance	30	29	29	29	29	29	175
Taxes	255	253	253	253	253	253	1520
Subtotal	285	282	282	282	282	282	1695
TOTAL EXPENSE	10548	10435	10310	9226	9225	9206	58950

MISSION ESTATES PROPERTY OWNERS' ASSOCIATION
 SANTA FE PLACE (5th FILING) GENERAL OPERATING BUDGET
 1984 (7/1/84 through 12/31/84)

Fifth Filing							
Street Repairs Fund	108	108	108	108	108	108	648
Security	60	60	60	60	60	60	360
TOTAL	168	168	168	168	168	168	1008

* The estimated cost of basic cable television service is \$8.00 per month. An Owner will not be assessed for cable television service until the home being constructed on the Owner's lot has been completed. Although current plans for Mission Estates include the availability of cable television service, the receipt of such service depends upon several factors beyond the control of the Developer. Therefore, HBF Development, Inc. makes no representation that cable television service will be available to Mission Estates.

SET BACK LINES - EXHIBIT "D"
SCHEDULE I

SECOND FILING (THE LAKES OF MISSION)

BLOCK	LOTS(S)	FRONT SET BACK	REAR SET BACK	SIDE SET BACK			
				N	S	E	W
2	1	25'	30'	30'	10'		
2	2-7	25'	30'	10'	10'		
2	8-17	25'	30'			10'	10'
2	18-22	25'	30'	10'	10'		
2	23-39	25'	30'			10'	10'
2	40	25'	30'			25'	10'
3	1	25'	10'		8'	8'	
3	2-3	25'	10'	8'	8'		
3	4-7	25'	10'			8'	8'
3	8-11	25'	10'	8'	8'		
3	12	25'	10'			25'	8'
3	13	25'	10'			8'	8'
3	14	25'	10'	25'	8'		
3	15-17	25'	10'	8'	8'		
3	18-19	25'	10'			8'	8'
3	20	25'	10'	8'	8'		
3	21	25'	10'	25'	8'		
4	1	25'	10'			8'	25'
4	2-9	25'	10'			8'	8'
4	10-11	25'	10'			25'	8'
4	12-19	25'	10'			8'	8'
4	20	25'	10'			8'	25'
5	1	25'	10'			8'	25'
5	2-9	25'	10'			8'	8'
5	10-11	25'	10'			25'	8'
5	12-19	25'	10'			8'	8'
5	20	25'	10'			8'	25'

FOURTH FILING (THE HIGHLANDS OF MISSION)

7	1	25'	30'		10'		
7	2	25'	10'			25'	30'
7	3	25'	10'			10'	30'
7	4	25'	10'			8'	8'
7	5-6	25'	10'			25'	8'
7	7	25'	10'			8'	8'
7	8	25'	30'			10'	10'
7	9	25'	30'	10'	10'		
7	10	25'	30'	10'	8'		
7	11-12	25'	10'			8'	8'
7	13-14	25'	10'			25'	8'
7	15-18	25'	10'			8'	8'
7	19	25'	30'			8'	8'
7	20	25'	30'			8'	
8	1	25'	10'			8'	30'
8	2-6	25'	10'			8'	8'
8	7-8	25'	10'			25'	8'
8	9-12	25'	10'			8'	8'
8	13	25'	30'	8'	10'		

SET BACK LINES - EXHIBIT D
 SCHEDULE 1 (PAGE 2)

FOURTH FILING (THE HIGHLANDS OF MISSION)

BLOCK	LOT(S)	FRONT SET BACK	REAR SET BACK	SIDE SET BACK			
				N	S	E	W
8	14	25'	30'	10'	10'		
8	15	25'	30'			8'	10'
8	16-18	25'	10'			8'	8'
8	19-20	25'	10'			25'	8'
8	21-22	25'	10'			8'	8'
8	23	25'	30'			8'	30'
8	24-25	25'	30'	10'	10'		
8	26	25'	30'			8'	10'
8	27-28	25'	10'			8'	8'
8	29-30	25'	10'			25'	8'
8	31-32	25'	10'			8'	8'
8	33	25'	10'/30'			10'/30'	8'
8	34-35	25'	30'	10'	10'		
8	36	25'	30'			10'	10/30'
8	37-38	25'	30'			10'	10'
8	39	25'	30'			25'	10'

FIFTH FILING (SANTA FE PLACE)

	BLOCK	LOT(S)	FRONT SET BACK	REAR SET BACK	SIDE SET BACK			
					N	S	E	W
9	1	25'	25'			10'		
9	2-3	25'	25'	10'	10'			
9	4-5	25'	25'			10'	10'	
9	6-12	25'	25'	10'	10'			
9	13-15	25'	25'			10'	10'	
9	16	25'	25'	10'	10'			
9	17	25'	25'			10'	25'	
9	18	25'	25'			10'	10'	
9	19	25'	25'	10'	10'			
9	20	25'	25'	10'	25'			

SIXTH FILING (SAN JOSE COURTS) The Architectural Review Board shall have the right to adjust the following stated set back lines for the Sixth Filing in order to preserve the neighborhood character and to prevent the crowding of houses.

	BLOCK	LOT(S)	FRONT SET BACK	REAR SET BACK	SIDE SET BACK			
					N	S	E	W
10	1	25'	10'			25'	5'	
10	2-7	25'	10'				5'	
10	8	25'	30'			5'		
10	9	25'	30'	5'				
10	10	25'	30'	5'	10'			
10	11-15	25'	10'				5'	
10	16	25'	10'			25'	5'	
10	17	25'	10'			25'		
10	18-22	25'	10'				5'	
10	23	25'	30'			5'		
10	24	25'	30'	5'				
10	25	25'	30/10'	5'				

SET BACK LINES - EXHIBIT D
 SCHEDULE I (PAGE 3)

SIXTH FILING (SAN JOSE COURTS)

BLOCK	LOT(S)	FRONT SET BACK	REAR SET BACK	SIDE SET BACK			
				N	S	E	W
10	26-29	25'	10'				5'
10	30-32	25'	10'		25'		5'
10	33-37	25'	10'				5'
10	38	25'	30'		5'		
10	39	25'	30'	5'			
10	40	25'	30'/10'	5'			
10	41-45	25'	10'				5'
10	46-47	25'	10'		25'		5'
10	48-54	25'	10'				5'
10	55	25'	30'/10'		5'		
10	56	25'	30'	5'			
10	57	25'	30'/10'	5'			
10	58-64	25'	10'				5'
10	65-66	25'	10'		25'		5'
10	67-74	25'	10'				5'
10	75	25'	30'/10'		5'		
10	76	25'	30'	5'			
10	77	25'	30'/10'	5'			
10	78-86	25'	10'				5'
10	87-88	25'	10'		25'		5'
10	89-98	25'	10'				5'
10	99	25'	30'/10'		5'		
10	100	25'	30'	5'			
10	101	25'	30'/10'	5'			
10	102	25'	10'				5'
10	103-112	25'	10'				5'
10	113	25'	10'		25'		5'
11	1	25'	*	5'	0	25'	
11	2	25'	10'		0	0	
11	3	25'	10'		0	0	
11	4-5	25'	10'		5'	25'	
11	6	25'	10'		5'		
11	7	25'	10'		5'		
11	8	25'	10'				5'
11	9	25'	10'	5'			
11	10	25'	30'/10'	5'			
11	11	25'	10'		5'		
11	12	25'	10'		0		
11	13	25'	10'		5'		
11	14-15	25'	10'		5'	25'	
11	16-18	25'	10'		5'		
11	19	25'	10'/20'		5'	5'	
11	20	25'	20'	5'			
11	21	25'	20'	5'			
11	22	25'	10'/20'	5'			
11	23-25	25'	10'		5'		
11	26-28	25'	10'		5'	25'	
11	29-33	25'	10'		5'		

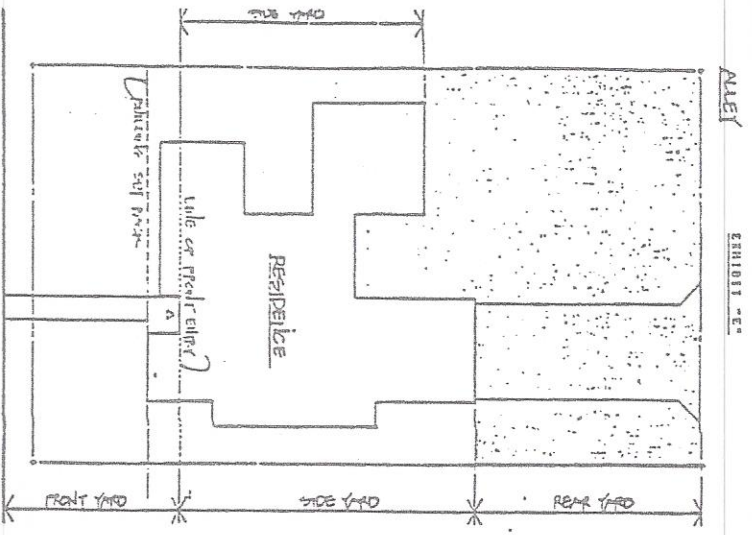
SET BACK LINES - EXHIBIT D
 SCHEDULE I (PAGE 4)

SIXTH FILING (SAN JOSE COURTS)

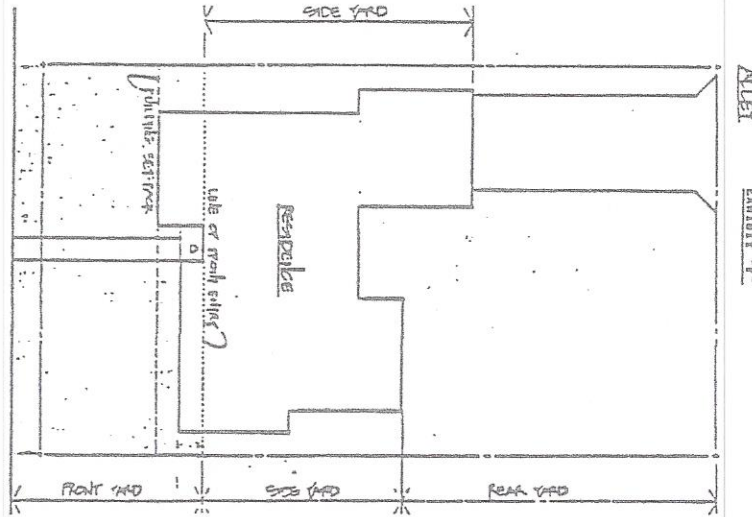
<u>BLOCK</u>	<u>LOT(S)</u>	<u>FRONT SET BACK</u>	<u>REAR SET BACK</u>	<u>SIDE SET BACK</u>			
				<u>N</u>	<u>S</u>	<u>E</u>	<u>W</u>
11	34	25'	30'/10'				5'
11	35	25'	30'	5'			
11	36	25'	30'	5'			
11	37	25'	30'/10'	5'			
11	38-43	25'	10'			5'	
11	44-45	25'	10'			5'	25'
11	46-51	25'	10'			5'	
11	52	25'	10'			7.5'	0
11	53	25'	10'			5/30	7.5'
11	54	25'	30'	7.5			
11	55	25'	30'				
11	56	25'	10'				5'
11	57-64	25'	10'				5'

* As directed by the Architectural Review Board.

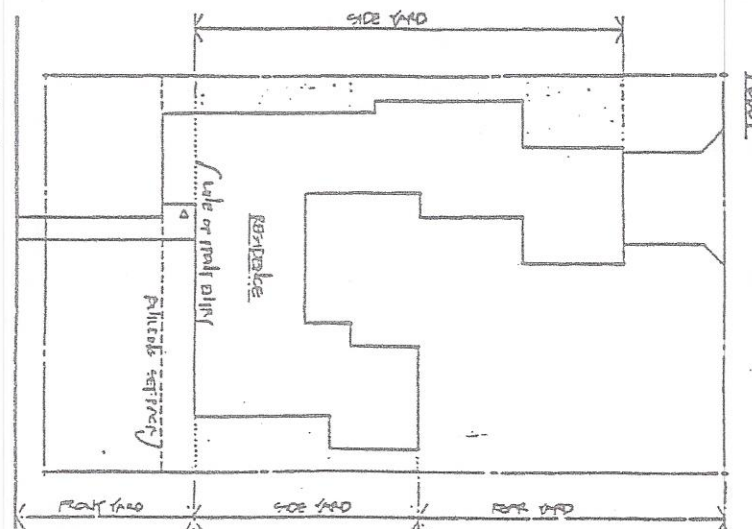
EXHIBITS 05, 06, 07, 08, 09



RESIDENTIAL - 50'
STREET
FRONT YARD
SIDE YARD
REAR YARD
RESIDENCE
DRIVEWAY
SIDEWALK
Note on front entry
Paved sidewalk



RESIDENTIAL - 50'
STREET
FRONT YARD
SIDE YARD
REAR YARD
RESIDENCE
DRIVEWAY
SIDEWALK
Note on front entry
Paved sidewalk



RESIDENTIAL - 50'
STREET
FRONT YARD
SIDE YARD
REAR YARD
RESIDENCE
DRIVEWAY
SIDEWALK
Note on front entry
Paved sidewalk

EXHIBIT "H"
LOTS WITHOUT GOLF COURSE FRONTAGE
SCHEDULE 2

SECOND FILING (THE LAKES OF MISSION)

<u>BLOCK</u>	<u>LOT(S)</u>
3	1-21
4	1-20
5	1-20

FOURTH FILING (THE HIGHLANDS OF MISSION)

7	4-7
7	11-18
8	2-12
8	16-22
8	27-32

FIFTH FILING (SANTA FE PLACE)

9	1-3
9	16-24

SIXTH FILING (SAN JOSE COURTS)

10	1-113
11	3-7
11	11-18
11	23-33
11	38-52
11	56-64

EXHIBIT "I"
LOTS WITH GOLF COURSE FRONTAGE
SCHEDULE 3

SECOND FILING (THE LAKES OF MISSION)

<u>BLOCK</u>	<u>LOT(S)</u>
2	1-40

FOURTH FILING (THE HIGHLANDS OF MISSION)

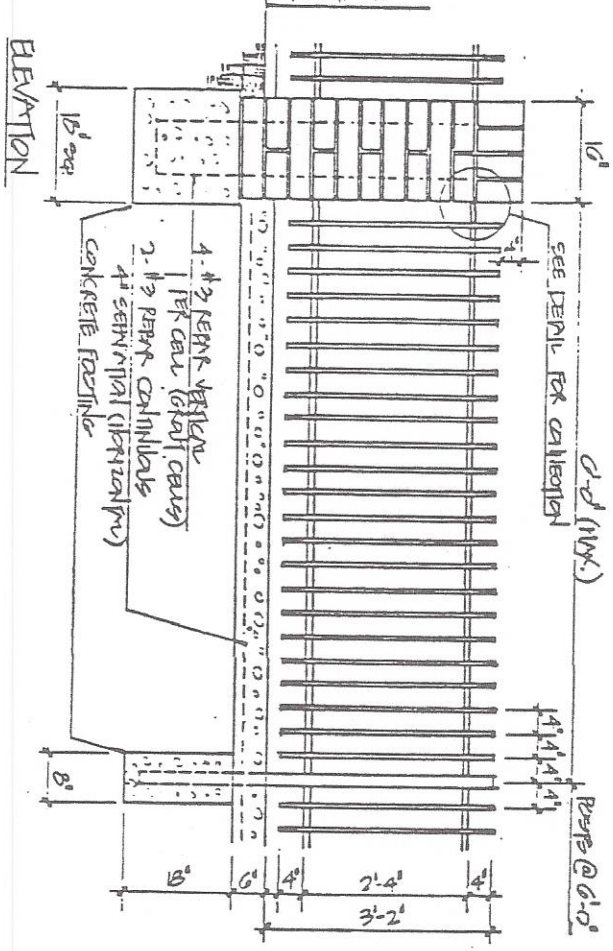
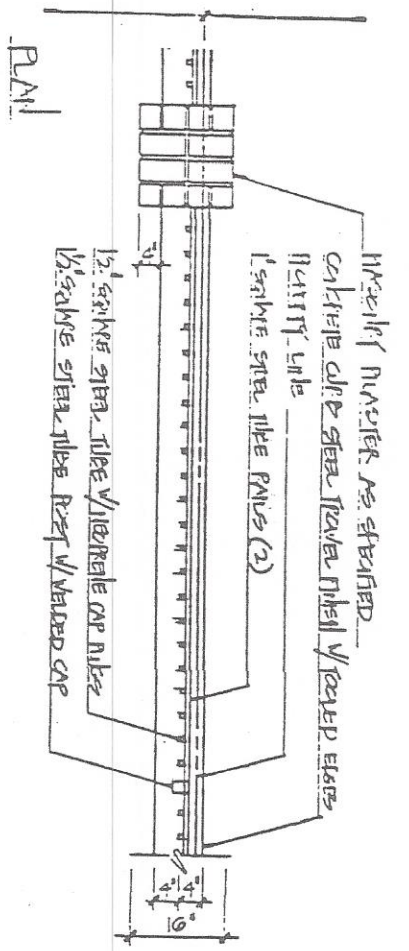
7	1-3
7	8-10
7	19-20
8	1
8	13-15
8	23-26
8	33-39

FIFTH FILING (SANTA FE PLACE)

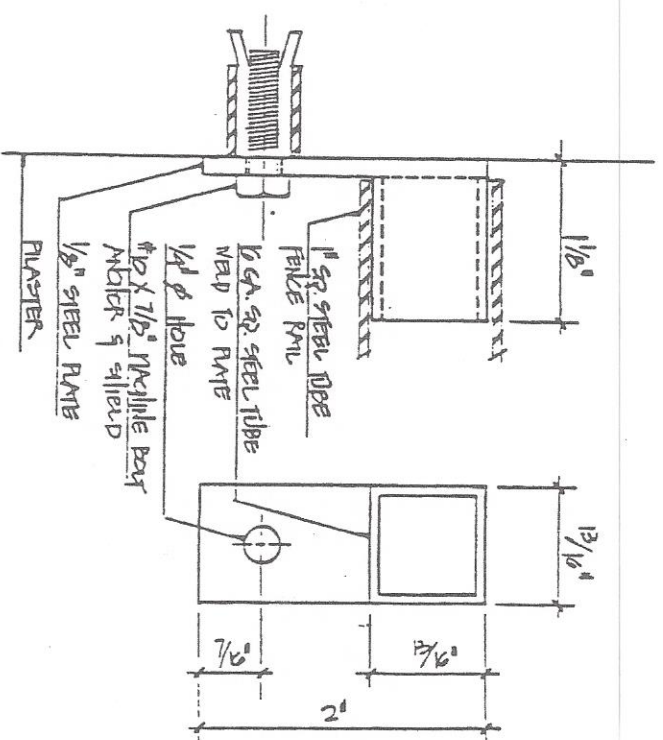
9	4-15
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SIXTH FILING (SAN JOSE COURTS)

11	1-2
11	8-10
11	19-22
11	34-37
11	53-55



- NOTES**
- o PLASTER SPECIFICS - 1 1/2\"/>



- NOTES**
- o GRIND STEEL WELD JOINTS
 - o HOT-DIP GALVANIZE AFTER FABRICATION
 - o PAINT RVT BACK

1/4\"/>
Rear Yard Fence

EXHIBIT "K"
 TYPE OF GARAGE REQUIRED ON
 NON-GOLF COURSE LOTS
 SCHEDULE 4

On Lots not located on the golf course, garages will be entered from the locaton as shown on the following schedule:

SECOND FILING (THE LAKES OF MISSION)

<u>BLOCK</u>	<u>LOT(S)</u>	<u>TYPE OF GARAGE REQUIRED</u>
3	1-21	Rear - Entry
4	1-20	Rear - Entry
5	1-20	Rear - Entry

FOURTH FILING (THE HIGHLANDS OF MISSION)

7	4-6	Rear - Entry
7	7	Rear or Side - Entry
7	11-17	Rear - Entry
7	18	Rear or Side - Entry
8	2	Rear or Side - Entry
8	3-10	Rear - Entry
8	11-12	Rear or Side - Entry
8	16	Rear or Side - Entry
8	17-21	Rear - Entry
8	22	Rear or Side - Entry
8	27	Rear or Side - Entry
8	28-31	Rear - Entry
8	32	Rear or Side - Entry

FIFTH FILING (SANTA FE PLACE)

9	1-3	Front or Side - Entry
9	16-24	Front or Side - Entry

SIXTH FILING (SAN JOSE COURTS)

10	1-6	Rear - Entry
10	7-9	Rear or Side - Entry
10	10-21	Rear - Entry
10	22-24	Rear or Side - Entry
10	25-36	Rear - Entry
10	37-39	Rear or Side - Entry
10	40-53	Rear - Entry
10	54-57	Rear or Side - Entry

EXHIBIT "K"
TYPE OF GARAGE REQUIRED ON
NON-GOLF COURSE LOTS
SCHEDULE 4 (PAGE 2)

SIXTH FILING (SAN JOSE COURTS)

<u>BLOCK</u>	<u>LOT(S)</u>	<u>TYPE OF GARAGE REQUIRED</u>
10	58-73	Rear - Entry
10	74-77	Rear or Side - Entry
10	78-97	Rear - Entry
10	98-103	Rear or Side - Entry
10	104-113	Rear - Entry
11	3-7	Rear - Entry
11	11-17	Rear - Entry
11	18	Rear or Side - Entry
11	23-33	Rear - Entry
11	38-52	Rear - Entry
11	56-57	Rear or Side - Entry
11	58-64	Rear - Entry

EXHIBIT "L"
TYPE OF GARAGE REQUIRED ON
SELECTED GOLF COURSE LOTS
SCHEDULE 5

Golf course Lots will have front - entry or side - entry garages; however, the following Lots will have garages located only as stated:

FOURTH FILING (THE HIGHLANDS OF MISSION)

<u>BLOCK</u>	<u>LOT(S)</u>	<u>TYPE OF GARAGE REQUIRED</u>
8	23	Rear or Side - Entry

SIXTH FILING (SAN JOSE COURTS)

11	2	Rear or Side - Entry
11	10	Side - Entry
11	19	Rear or Side - Entry
11	34	Side - Entry
11	37	Side - Entry

EXHIBIT "M"
LOTS REQUIRING TRASH COMPACTORS AND
PORTABLE ROLL-OUT TRASH CONTAINERS
SCHEDULE 6

SECOND FILING (THE LAKES OF MISSION)

<u>BLOCK</u>	<u>LOT(S)</u>
2	1-40

FOURTH FILING (THE HIGHLANDS OF MISSION)

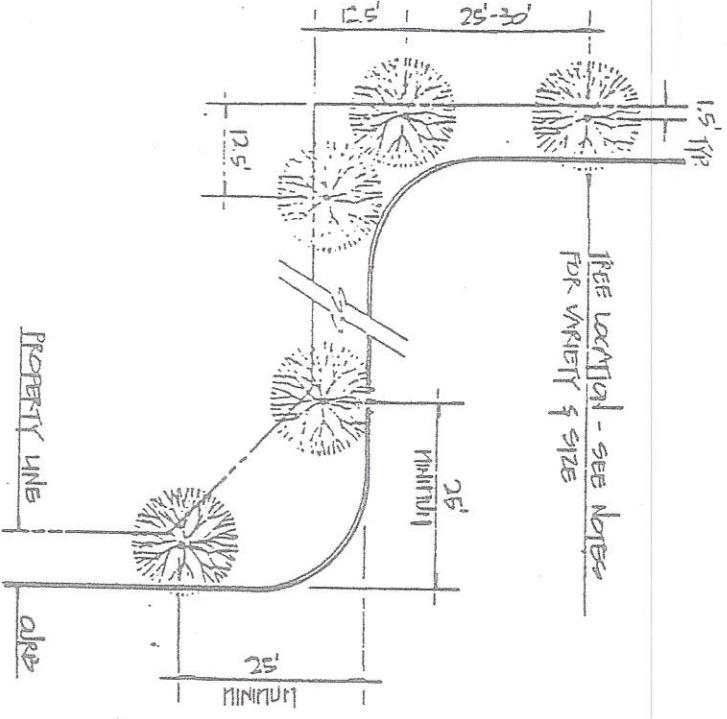
7	1-2
7	9
7	20
8	14
8	24-25
8	34-39

FIFTH FILING (SANTA FE PLACE)

9	1-24 ✓
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SIXTH FILING (SAN JOSE COURTS)

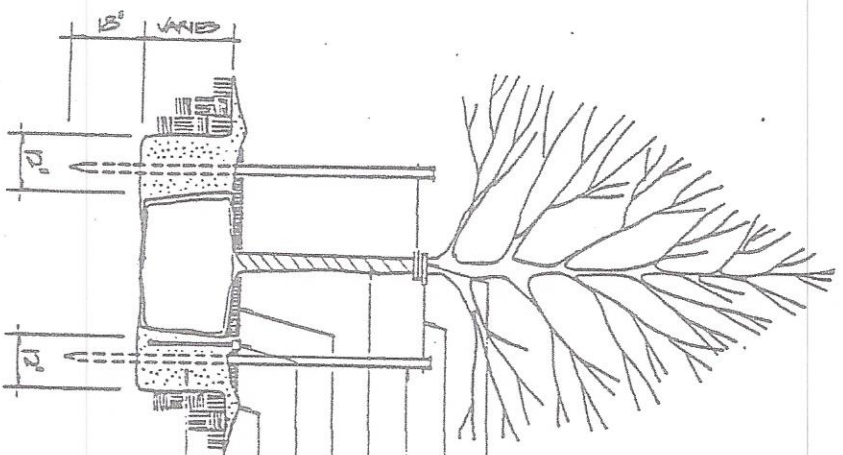
11	1
11	8-9
11	34-37



TREE LOCATION - SEE NOTES FOR VARIETY & SIZE

- NOTES**
- o VARIETY - LIVE OAK / GIBBERALS VIRGINIA (NURSERY GROWN)
 - o SIZE - 2 1/2" - 3" DIAMETER } OR 24" BOX
 - o LOCATION - 10'-12' DETAIL } 3'-4' SPREAD
 - o SPACING - AS PER PLAN (20'11" SPACES OF STREET) } 1'-6" FROM PROPERTY LINE (SEE PLAN)

SMITH PLACE (CITY PLANS)
Street Tree Planting



- REPORT JOB AS SPECIFIED
- QUANTIFIED WORK AS SPECIFIED
- STEEL STRIPS AS SPECIFIED @ 6" x 6"
- TREE WRAP AS SPECIFIED
- 2" THICK AS SPECIFIED
- RESISTANT RUBBER
- NOT OF WATER BROWN
- FINISH GRADE
- PREPARED SPECIAL MIX (SEE SPEC)

NEGATIVE DETAIL
Street Tree Planting

EXHIBIT "O"
LOTS ON WHICH A SPRINKLER SYSTEM IS REQUIRED
SCHEDULE 7

SECOND FILING (THE LAKES OF MISSION)

<u>BLOCK</u>	<u>LOT(S)</u>
2	1-40

FOURTH FILING (THE HIGHLANDS OF MISSION)

7	1-3
7	8-10
7	19-20
8	1
8	13-15
8	24-26
8	33-39

FIFTH FILING (SANTA FE PLACE)

9	1-24
---	------

SIXTH FILING (SAN JOSE COURTS)

11	1-2
11	8-10
11	20-21
11	34-37
11	53-55

AMENDMENT TO
DECLARATION OF COVENANTS, CONDITIONS AND
RESTRICTIONS FOR MISSION ESTATES

STATE OF TEXAS *
 *
COUNTIES OF MIDLAND *
AND ECTOR *

THIS AMENDMENT TO DECLARATION, MADE THIS 25th DAY
OF March, 1985 BY HBF DEVELOPMENT, INC.,

W I T N E S S E T H :

WHEREAS, by a Declaration of Covenants, Conditions, and Restrictions for Mission Estates (hereinafter referred to as the "Declaration") dated September 29, 1983, and filed for record with the County Clerk of Midland County, Texas, on the 30th day of September, 1983 in Volume 720, Page 693, and as amended and filed on August 13, 1984 in Volume 783, Page 221 of the Deed Records of the County of Midland, Texas, restrictive covenants were placed upon certain property described therein in Midland and Ector Counties, Texas; and

WHEREAS, the Declarant in the Declaration was HBF DEVELOPMENT, INC., and

WHEREAS, Section 2. AMENDMENTS., of Article XI of the Declaration provides in part as follows:

b. By the Declarant. For so long as there is a Class "B" membership, Declarant reserves to itself and shall have the continuing right, at any time, and from time-to-time, without the joinder or consent of any party, to amend this Declaration by any instrument in writing duly executed, acknowledged and filed of record for the purpose of Clarifying or resolving any ambiguities or conflicts herein, or correcting any inadvertent misstatements, errors or omissions herein, provided that any such amendment shall be consistent with and in furtherance of the general plan and scheme of development as evidenced by the Declaration, and shall not impair or materially adversely affect the vested property or other rights of any Owner or his mortgagee.

NOW, THEREFORE, because the Declaration contains certain errors, omissions, and misstatements, the Declarant, in order to clarify certain ambiguities, does hereby amend said Declaration as follows:

11. WHEREAS, Exhibit D. "Set Back Lines", of the Declaration, contains several errors in the stated set back lines for the Sixth Filing (San Jose Courts);

IT SHOULD read, and is hereby amended to read:

SIXTH FILING (SAN JOSE COURTS)

<u>Block</u>	<u>Lot(s)</u>	<u>Front Set Back</u>
10	5-14	10'
10	20-29	10'
10	35-44	10'
10	52-61	10'
10	72-81	10'
10	96-105	10'
10	1-4	15'
10	15-19	15'
10	30	15'
10	32-34	15'
10	45-51	15'
10	62-65	15'
10	71	15'
10	82-84	15'
10	88-95	15'
10	106-113	15'
11	1	10'
11	5-14	10'
11	16-25	10'
11	31-40	10'
11	50-59	10'
11	15	15'
11	27	15'
11	29-30	15'
11	41-43	15'
11	45-49	15'
11	60-64	15'

[All other provisions of Exhibit "D" of the Declaration remain valid and unaffected].

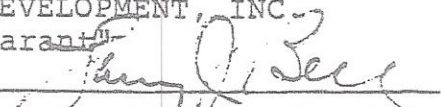
EXCEPT as specifically set forth hereinabove, the Declaration as previously recorded shall remain valid and unaffected. In the event of any ambiguities or conflicts between the original Declaration and this Amendment, the terms of this Amendment shall be controlling.

EXECUTED this the 25th day of March, 1985.

ATTEST:


Nicholas P. Scaraffile,
Secretary

HBF DEVELOPMENT, INC.
"Declarant"


By: Larry J. Bell, President

THE STATE OF TEXAS *
*
COUNTY OF MIDLAND *

This instrument was acknowledged before me on March 23, 1985
1985 by Larry J. Bell, President of HBF Development, Inc., a Texas
Corporation, on behalf of said Corporation.



Cecilia K. Davis

Notary Public in and for the State
of Texas

Print or
Typed Name: Cecilia K. Davis

My Commission Expires: 7/20/85



APR 19 1931

APR 19 1931

APR 19 1931

STATE OF TEXAS
I hereby certify that this is a true and correct copy of the original as filed on the date and time stated above and was duly received by me and was duly recorded by me on the page of the record books of this County, Texas.

111
APR 19 1931



Handwritten signature of the County Clerk.

COUNTY CLERK

Handwritten notes and markings at the bottom of the page.

26381

AMENDMENT TO
DECLARATION OF COVENANTS, CONDITIONS AND
RESTRICTIONS FOR MISSION ESTATES

STATE OF TEXAS *
*
COUNTIES OF MIDLAND *
AND ECTOR *

THIS AMENDMENT TO DECLARATION, MADE THIS 13TH DAY OF AUGUST, 1984 BY HBF DEVELOPMENT, INC.,

W I T N E S S E T H :

WHEREAS, by a Declaration of Covenants, Conditions, and Restrictions for Mission Estates (hereinafter referred to as the "Declaration") dated September 29, 1983, and filed for record with the County Clerk of Midland County, Texas, on the 30th day of September, 1983, in Volume 720, Page 693 of the Deed Plat Records of the County of Midland, Texas, restrictive covenants were placed upon certain property described therein in Midland and Ector Counties, Texas; and

WHEREAS, the Declarant in the Declaration was HBF DEVELOPMENT, INC., and

WHEREAS, Section 2. AMENDMENTS., of Article XI of the Declaration provides in part as follows:

b. By the Declarant. For so long as there is a Class "B" membership, Declarant reserves to itself and shall have the continuing right, at any time, and from time-to-time, without the joinder or consent of any party, to amend this Declaration by any instrument in writing duly executed, acknowledged and filed of record for the purpose of clarifying or resolving any ambiguities or conflicts herein, or correcting any inadvertent misstatements, errors or omissions herein, provided that any such amendment shall be consistent with and in furtherance of the general plan and scheme of development as evidenced by the Declaration, and shall not impair or materially adversely affect the vested property of other rights of any Owner or his mortgagee.

NOW, THEREFORE, because the Declaration contains certain errors, omissions, and misstatements, the Declarant, in order to clarify certain ambiguities, does hereby amend said Declaration as follows:

1. WHEREAS, subsection a. of Section 10. CORRECTION OF DEFECTS., Article V of the Declaration, on page 25, makes reference in the first sentence and in the fourth sentence to "Article IV."

IT SHOULD make reference, and is hereby amended to make reference to "Article V."

2. WHEREAS, subsection b. (1) of Section 3. FENCES WALLS AND HEDGES., Article VI, on page 31, reads:

"Rear Yard and Side Yard Fences and Walls. The entire Rear Yard and Side Yard of Non-Golf Course Lots shall be fenced. Fences and walls shall be approved by the Review Board before construction or installation. Approval shall be limited to those fences and walls which:"

IT SHOULD read, and is hereby amended to read that:

Rear Yard and Side Yard Fences and Walls. The entire Rear Yard of Non-Golf Course Lots shall be fenced. Side Yards of Non-Golf Course Lots shall be fenced at the option of the Lot's Owner, however, if Owner chooses to fence the Side Yard, such fence shall conform to and be compatible with the Rear Yard Fence. Fences and walls shall be approved by the Review Board before construction or installation. Approval shall be limited to those fences and walls which:" [All other provisions of subsection b. remain valid and unaffected].

3. WHEREAS, subsection a-3, Section 4. Construction Standards for Lots., of Article VI of the Declaration should be amended to read as follows:

"a. MINIMUM FLOOR AREAS. All Lots in the Sixth Filing shall have a minimum of 1,400 square feet for 1 story dwellings and 1,800 square feet for 1-1/2 and 2 story dwellings with the first story having a minimum of 1,300 square feet and the second story having a minimum of 500 square feet."

4. WHEREAS, subsection b., Section 4. Construction Standards for Lots., of Article VI of the Declaration was incomplete;

IT SHOULD read, and is hereby amended to read:

"b. EXTERIOR WALLS. The exposed exterior wall area, exclusive of doors, windows, and covered porch area shall be at least 75% brick or stone. Brick or stone samples shall be submitted to the Review Board as provided in Article V hereof and no brick or stone shall be utilized until approved by the Review Board. Generally, brick approved will be domestic, hardfired modular brick which is even in color and texture, not excessively bright in color nor of a color inconsistent with the general color scheme of the neighborhood. Homes constructed in 6th Filing shall have their "0" line solid wall extend from the rearmost point of the home to the rear property line. The minimum height of this wall shall be 8'0" and construction materials are to match the same brick or stone used on the home."

5. WHEREAS, subsection c., Section 4. Construction Standards for Lots., of Article VI of the Declaration, on page 35, reads in part:

"The minimum allowable roof pitch shall be 4 in 12 and the maximum allowable roof pitch shall be 12 in 12."

IT SHOULD read, and is hereby amended to read:

"The minimum allowable roof pitch shall be 6 on 12 and the maximum allowable roof pitch shall be 12 on 12." [All other provisions of subsection c, Section 4, Article VI remain valid and unaffected].

6. WHEREAS, subsection o. of Section 4. Construction Standards for Lots., of Article VI of the Declaration is incomplete;

IT SHOULD read, and is hereby amended to read:

"o. SIDEWALKS. Except as stated herein, a concrete sidewalk shall be constructed across the entire width of each Lot at the front thereof at such time as the Lot is improved. Such walk shall abut the curb so that no space is left between the back of the curb and the sidewalk. Concrete used shall have a minimum strength of 2500 p.s.i. with steel reinforcing. In the case of corner Lots, the sidewalk shall also extend the entire length of the premises and abut the curb as aforesaid. The width of the sidewalk and other construction requirements shall conform to the City of Odessa standards. Lots located within the Fifth Filing shall have sidewalks at the option of the Owner of said Lot; however, if Owner chooses to construct a sidewalk, such construction shall conform with this subsection and with City of Odessa standards."

7. WHEREAS, subsection p. Section 4. Construction Standards for Lots., of Article VI of the Declaration was omitted;

IT IS hereby added, at page 39, to read:

"p. UNDERGROUND WIRING. Any and all lines or wires for communication, cable television or the transmission of current outside of the building shall be constructed, placed and maintained underground. This work shall be performed by the building contractor at the time of construction of the home and shall include installing a 3/4" pvc conduit from the home to the cable service point in the alley easement."

8. WHEREAS, subsection q. Section 4. Construction Standards for Lots., of Article VI of the Declaration was omitted:

IT IS hereby added, at page 39, to read:

"q. CABLE TELEVISION WIRING AND HARDWARE. The main structure located on each Lot shall incorporate the wiring and hardware necessary for the main structure to receive cable television service; and, on each Tract developed as townhomes, condominiums, cooperatives, apartments, or other dwellings, wire and hardware shall be incorporated into each dwelling unit to enable each dwelling unit to receive cable television service. The type of wire, type of hardware, and method of installation of such wire and hardware shall be in accordance with guidelines established by the Review Board."

9. WHEREAS, Exhibit D, "Set Back Lines", of the Declaration, contains several errors in the stated set back lines for the Fifth Filing (Santa Fe Place);

IT SHOULD read, and is hereby amended to read:

FIFTH FILING (SANTA FE PLACE)

Block	Lot(s)	Front Set Back	Rear Set Back	Side Set Back			
				N	S	E	W
9	1	25'	25'		10'		
9	2,3	25'	25'	10'	10'		
9	4,5	25'	30'			10'	10'
9	6-12	25'	30'	10'	10'		
9	13-15	25'	30'			10'	10'
9	16	25'	25'	10'	10'		
9	17	25'	25'/10			10'	25'
9	18	25'	10'			10'	10'
9	19,20	25'	10'	10'	10'		
9	21	25'	10'				10'
9	22,23	25'	10'			10'	10'
9	24	25'	10'			10'	25'

[All other provisions of Exhibit "D" of the Declaration remain valid and unaffected].

10. WHEREAS, Exhibit "K", Type of Garage Required on Non-Golf Course Lots, of the Declaration, contains several errors in relation to the Fifth Filing (Santa Fe Place);

IT SHOULD read, and is hereby amended to read:

FIFTH FILING (SANTA FE PLACE)

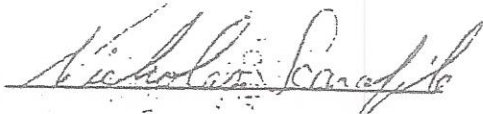
Block	Lot(s)	Type of Garage Required
9	1	Front, Side or Rear-Entry
9	2,3	Front, Side or Rear-Entry
9	4-15	Front or Side-Entry
9	16-24	Front, Side or Rear-Entry

[All other provisions of Exhibit "K" of the Declaration remain valid and unaffected].

EXCEPT as specifically set forth hereinabove, the Declaration as previously recorded shall remain valid and unaffected. In the event of any ambiguities or conflicts between the original Declaration and this Amendment, the terms of this Amendment shall be controlling.

EXECUTED this the 13TH day of AUGUST, 1984.

ATTEST:


 Nicholas P. Scarafile,
 Secretary

HBF DEVELOPMENT, INC.
 "Declarant"

By 
 Larry J. Bell, President

THE STATE OF TEXAS

*

COUNTY OF MIDLAND

*

*

This instrument was acknowledged before me on August 13th, 1984 by Larry J. Bell, President of HBF Development, Inc., a Texas Corporation, on behalf of said Corporation.



Cecelia K. Davis

Notary Public in and for the
State of Texas

Print or
Typed Name: Cecelia K. Davis

My Commission Expires: 12-31-1985

RECORDED

FILED FOR RECORD
AT MIDLAND TEXAS

AUG 13 1981

ROSEVILLE CHILDS
COUNTY CLERK, MIDLAND COUNTY, TEXAS

STATE OF TEXAS COUNTY OF MIDLAND
I hereby certify that this paper was
filed on the date and time stated herein
by me and was duly recorded in the volume
and page of the name of records of Midland
County, Texas as stamped hereon.

Patricia K. Ketchum

AUG 13 1981

Vol. 783, P. 131



Spencer Cherry

COUNTY CLERK, Midland County, Texas

RETURN TO: C. M. Van Eman
HBF Corporation
Heritage Center
500 N. Loraine, Suite 1100
Midland, Texas 79701