

SUPPLEMENTARY DECLARATION NO. 206

LAS COLINAS AREA CCVI

DALLAS COUNTY, TEXAS

This Supplementary Declaration, made this 12 day of December 2006, by HINES LAS COLINAS LAND LIMITED PARTNERSHIP, hereinafter called the "Declarant").

- A. Declarant's predecessor in interest, Las Colinas Corporation ("LCC"), executed a Declaration (as previously corrected and supplemented (the "Declaration") on the 22nd of August, 1973, applicable to certain real property described in Exhibit "A" thereto and located in or adjacent to the City of Irving, County of Dallas, State of Texas.
- B. The Declaration was filed of record in Volume 73166, Page 1001, of the Deed Records of Dallas County, Texas, a Correction to Declaration was filed of record in Volume 77154, Page 1096, of the Deed Records of Dallas County, Texas, a Second Correction to Declaration was filed of record in Volume 79122, Page 0749, of the Deed Records of Dallas County, Texas, and a Third Correction to Declaration was filed of record in Volume 82071, Page 3244, of the Deed Records of Dallas County, Texas.
- C. LCC assigned all of its rights as "Declarant" under the Declaration to Las Colinas Land Limited Partnership ("LCLLP") pursuant to a Corrected Assignment and Transfer of Rights of Declarant under Declaration dated as of June 29, 1989, recorded in Volume 92041, Page 0446, of the Deed Records of Dallas County, Texas.
- D. LCLLP assigned all of its rights as "Declarant" under the Declaration to Declarant pursuant to an Assignment and Transfer of Rights of Declarant and Class B Member under Declaration dated as of December 23, 2005, recorded in Volume 200503641275, Deed Records, Dallas County, Texas.
- E. Additional real property has been added to the scheme of the Declaration as contemplated in Article I, Section 3, thereof by recording Supplementary Declarations in the Deed Records of Dallas County, Texas.
- F. Article V of the Declaration (entitled Protective Covenants), as originally written and as modified by the previous Supplementary Declarations is applicable only to the real property described in Exhibit "A" to the Declaration and in Exhibits to the previous Supplementary Declarations and not to additional real property which may be added to the scheme of the Declaration by subsequent Supplementary Declarations.
- G. Article I, Section 3, of the Declaration permits the addition of additional property to the scheme thereof by filing a Supplementary Declaration of record, which

Supplementary Declaration may modify Article V of the Declaration as it pertains to the additional property.

- H. Declarant desires to add additional property located within the boundaries of the property described in Exhibit "A-206" to the Declaration to the scheme of the Declaration and to modify Article V of the Declaration as it pertains to the additional property.
- I. The following terms have the following definitions: Association means The Las Colinas Association; Architectural Control Committee means the Architectural Control Committee of The Las Colinas Association; District means the Dallas County Utility and Reclamation District; and Owner means each and every person, persons or legal entity who owns fee simple title to any unit, lot, tract, or parcel of land in the Properties. All capitalized terms not defined herein shall have the same meaning as set forth in the Declaration.

NOW THEREFORE, Declarant declares as follows:

- 1. The real property (the Property) described in Exhibit "A-206" attached hereto and incorporated herein by reference for all purposes (designated as Area CCVI for purposes of this Supplementary Declaration) is and shall be subject to the scheme of the Declaration, and is and shall be held, transferred, sold, conveyed, used, and occupied subject to the covenants, restrictions, easements, charges, and liens set forth in the Declaration (the Declaration being incorporated herein by reference for all purposes) as modified herein.
- 2. Article V of the Declaration is modified by the addition thereto of the following Section 206, which is applicable only to Area CCVI:

Section 206. Covenants Applicable to Area CCVI. The following provisions are applicable to any and all construction, improvement, alteration, addition, and use of, in, or to Area CCVI of the Properties:

a. Use Limitations.

- 1) Sites in Area CCVI may be used for the following residential uses: Townhome residential dwellings; Single Family attached residential dwellings; Clubhouse and related facilities associated with residential dwellings; Open Space.
 - A) The floor area of the main residential structure for each residential dwelling, exclusive of open porches and garages, shall not be less than 1600 square feet.
 - B) No structure of a temporary character, recreational vehicle, mobile home, trailer, boat trailer, basement tent, garage, barn, or other out building shall be used on the Property at any time as a residence. Temporary construction or marketing trailers or structures are permitted on a

temporary basis in an area not fronting Las Colinas Boulevard. The location and duration of the temporary construction or marketing trailers or structures shall be approved by the Architectural Control Committee.

- C) No animals, livestock, or poultry of any kind shall be raised, bred, or kept on the Property, except dogs, cats, or other household pets may be kept provided that they are not kept, bred, or maintained for any commercial purposes.
 - D) The Property shall not be used or maintained as a dumping ground for rubbish, trash, garbage, or other waste. All garbage and trash shall be kept in sanitary containers fully enclosed by a walled or fenced structure.
 - E) No clothesline may be maintained on the Property.
 - F) The use of any carport, driveway, private or public street, or parking area that may be in front of, adjacent to, or part of any residential dwelling as a parking place for trucks, trailers, mobile homes, recreational vehicles, boats, or commercial vehicles for more than three consecutive days is prohibited. The term "commercial vehicle" shall include all automobiles, trucks, and vehicular equipment, as well as station wagons, which shall bear signs or shall have printed on the sides of same reference to any commercial undertaking or enterprise.
 - G) No above ground level swimming pool may be installed on the Property. Any swimming pool on the Property shall be designed and engineered in compliance with paragraph i (1) of this section 206.
 - H) No more than 3 residential dwellings within the Property may be sold to or owned by any one Owner other than the original developer of the Property.
- 2) Sites in Area CCVI may not be used for:
- A) Experimental/testing laboratories.
 - B) Motor freight terminals.
 - C) Gasoline service stations.
 - D) Warehousing.
 - E) Manufacturing.
 - F) Raising, breeding or keeping of animals, birds or wildlife for commercial purposes.
 - G) Purposes that involve noxious odors, or any excessive noise level that constitutes a nuisance.
 - H) Any use contrary to law or which violates any part of this Section.

b. Minimum Setback Lines.

- 1) No structure of any kind and no part thereof, other than encroachments as permitted by Section 52-44 of Irving Zoning Ordinance No. 1144, may be placed in front of the following minimum building setbacks:

- A) Las Colinas Boulevard: 30 feet from the property line
- B) Tuscan Drive: 20 feet from the property line
- C) Royal Lane: 40 feet from the property line
- D) Love Drive: 15 feet from the property line
- E) Interior Property: per City of Irving requirements
- F) Rear Yard: per City of Irving requirements
- G) Side Yard: per City of Irving requirements
- H) Private or Public Streets (Secondary): per City of Irving requirements

- 2) The following improvements are expressly excluded from this restriction:

- A) Structures below and covered by the ground.
- B) Steps, walks, driveways, and curbing.
- C) Stoops, chimneys, awnings, porches, canopies, eaves, bay windows, balconies, pilasters, and tower elements.
- D) Post lights, bike racks, benches, trash receptacles, and flagpoles.
- E) Planters, walls, fences, or hedges, not to exceed four feet in height.
- F) Landscaping.

- 3) Declarant may grant exceptions to or variances from any setback lines established in 2b(1), provided that any variances or exceptions must be in writing.

- c. Minimum Building Height. All residential buildings in Area CCVI must have a minimum height of at least 2 stories. Any clubhouse, mail port, guest entry, and related facilities associated with the residential dwellings may be one story.
- d. Parking Areas. All parking areas including any off-street parking must meet the City of Irving standards.
- e. Driveways. Driveways must be constructed as specified in paragraph d above.

- f. Signs. All signs must be approved by the Architectural Control Committee in writing prior to installation.

- g. Landscaping. Landscaping must:
 - 1) Be completed on all sites contemporaneously with completion of other improvements, subject to seasonal planting periods. In any event, all landscaping relating to a specific building shall be installed in conjunction with the occupancy of that building. Common areas adjacent to any structure must be completed within 30 days after the completion of such structure.

 - 2) Conform to a landscaping plan approved by the Architectural Control Committee under Article IV of the Declaration. Normally, approval will be limited to landscaping plans that:
 - A) Provide automatic underground sprinkling systems for all landscaped areas;
 - B) Permit reasonable access to public and private utility lines and easements for installation and repair; and
 - C) Include at least one tree for each 2,500 square feet of area between exterior building walls (including parking structures) and public or private street right-of-way lines, and adjacent boundary lines.

 - 3) Owner shall provide landscaping, including hardscape structures and walks as well as plant materials within the area between the right-of-way property line and the back of curb of any public or private street in accordance with plans submitted by the Owner and subjectively approved by the Architectural Control Committee. The Owner shall maintain the improvements within these areas in accordance with standards established from time to time by the Las Colinas Association.

- h. Exterior Illumination. All exterior illumination must conform to plans approved in writing by the Architectural Control Committee.

- i. Construction Standards. All structures shall meet with the following requirements (except as modified by the Architectural Control Committee):
 - 1) The foundation system shall be designed by a structural engineer based on recommendations given in a soils report prepared by a soils engineering firm, which report must include specific recommendations concerning swimming pool construction if it is contemplated that a swimming pool will be constructed on the Property. The soils investigation and analysis, and the design of

the foundation system, shall be made by registered professional engineers.

- 2) The exposed exterior wall area, exclusive of door, window, and covered porch area, shall be 100% masonry, masonry veneer, HardiPlank concrete composite siding or comparable, or other low maintenance material approved by the Architectural Control Committee. All chimneys shall be of masonry material unless prior approval for another material is given by the Architectural Control Committee.
 - 3) Roofing material will be concrete tile or other non-composition materials as approved by the Architectural Control Committee. Windows or other openings may not be glazed or reglazed with mirrored or reflective glass and the spandrel area between windows or other openings may not be faced with a glass material without prior written approval of the Architectural Control Committee.
 - 4) Complete guttering must be installed on all buildings with downspouts carried to an outfall away from the foundation. No collected storm water runoff shall be discharged onto any adjacent property.
 - 5) Garages, mail ports, guest entry, clubhouse, and all other outbuildings are to be given the same architectural treatment and be constructed of the same materials as the main structure.
 - 6) No exterior alterations of any existing building may be permitted without the prior written approval of the Architectural Control Committee.
 - 7) No exterior light shall be installed or maintained on the Property without the prior written approval of the Architectural Control Committee. Upon being given notice by the Association that any exterior light constitutes a nuisance, the owner of the residential dwelling on which same is located will immediately remove said light or have it shielded in such a way that it is no longer a nuisance.
3. No approval of plans and specifications and no publication of requirements or guidelines herein or in the Declaration or otherwise by the Association or the Architectural Control Committee or granting of any exceptions or variances by Declarant may be construed as representing or implying that improvements built in accordance therewith will be free of defects or comply with applicable laws or ordinances. Any approvals and observations incident thereto concern matters of an aesthetic nature. No approvals and guidelines may be construed as

representing or guaranteeing that any improvements built in accordance therewith will be designed or built in a good and workmanlike manner. The granting of any exceptions or variances by Declarant shall be in Declarant's sole discretion. Declarant, the Association, their respective directors, officers, employees, and agents, the Architectural Control Committee, and members of the Architectural Control Committee are not responsible or liable in damages or otherwise to anyone submitting plans and specifications for approval or to any owner of land subject to the Declaration for any defects in any plans or specifications submitted, revised, or approved, any loss or damages to any person arising out of approval or disapproval or failure to approve or disapprove any plans or specifications, any loss or damage arising from the noncompliance of the plans or specifications with any governmental ordinance or regulation, or any defects in construction undertaken pursuant to the plans and specifications. Approval of plans and specifications by the Architectural Control Committee may not be construed as approval by the City of Irving, as the approval processes are mutually exclusive. Unconditional approval of a complete set of plans and specifications by the Architectural Control Committee satisfies the requirements of all applicable subsections of this Supplementary Declaration that require written approval by the Architectural Control Committee for the plans and specifications. Any determination made by Declarant under this Supplementary Declaration, and the grant or denial of any exception or variance by Declarant under this Supplementary Declaration, is in Declarant's sole discretion.

4. The Declaration, except as expressly modified herein, remains in force and effect and is ratified and confirmed.

EXECUTED as of the day and year first written above.

HINES LAS COLINAS LAND LIMITED
PARTNERSHIP,
a Texas limited partnership

By: Hines Las Colinas Land GP LLC,
its General Partner

By: Hines Interests Limited Partnership,
its sole member

By: Hines Holdings, Inc.,
its General Partner

M By: *Mark A. Cover*
Name: MARK A. COVER
Title: EXECUTIVE VICE PRESIDENT

STATE OF TEXAS §
 §
COUNTY OF Harris §

This instrument was acknowledged before me on December 15
2006, by Mark A. Cover, the
Executive Vice President of Hines Holdings, Inc., the General Partner of
Hines Interests Limited Partnership, the sole member of Hines Las Colinas Land GP
LLC, the General Partner of Hines Las Colinas Land Limited Partnership, a Texas
limited partnership, on behalf of said corporation, limited liability company and limited
partnerships.

Adele T. Kline
Signature of Notary Public

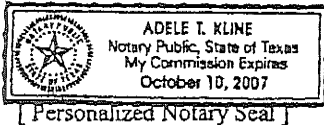


Exhibit A - 206

Real Property Description

Site 49B

Being an approximately 12.62 acre tract situated in the Oakley Glass Survey, Abstract No. 537, in the City of Irving, Dallas County, Texas, and being a portion of that 209.292 acre tract of land conveyed to Las Colinas Land Limited Partnership, according to the Deed Recorded in Volume 89128, Page 0714, of the Deed Records of Dallas County, Texas, and being more particularly described by metes and bounds as follows:

BEGINNING at a 1/2 inch iron rod set for corner at the intersection of the north line of Royal Lane (a variable width right-of-way) and the westerly line of Las Colinas Boulevard (a variable width right-of-way), said point being the southeast corner of said 12.62 acre tract of land being described;

THENCE South 89 degrees 48 minutes 43 seconds West, along the north line of said Royal Lane, a distance of 580.03 feet to a 1/2 inch iron rod set for corner;

THENCE North 87 degrees 19 minutes 32 seconds West, continuing along the north line of said Royal Lane, a distance of 161.94 feet to a 1/2 inch iron rod set for corner, said point being the intersection of the east line of Love Drive (a variable width right-of-way) and the north line of said Royal Lane, same point being in a curve to the right having a radius of 69.50 feet, a delta angle of 87 degrees 15 minutes 33 seconds and a chord bearing and distance of North 43 degrees 41 minutes 46 seconds West, 95.91 feet;

THENCE in a northwesterly direction along the said curve to the right, an arc distance of 105.85 feet to a 1/2 inch iron rod set for corner;

THENCE North 00 degrees 03 minutes 59 seconds West, along the east line of said Love Drive, a distance of 121.82 feet to a 1/2 inch iron rod set for corner;

THENCE North 01 degrees 21 minutes 15 seconds West, continuing along the east line of said Love Drive, a distance of 133.49 feet to a 1/2 inch iron rod set for corner;

THENCE North 00 degrees 03 minutes 59 seconds West, continuing along the east line of said Love Drive, a distance of 306.43 feet to a 1/2 inch iron rod set for corner, said point being in a curve to the right having a radius of 29.50 feet, a delta angle of 90 degrees 10 minutes 01 seconds and a chord bearing and distance of North 45 degrees 00 minutes 42 seconds East, 41.78 feet;

THENCE in a northeasterly direction continuing along the east line of said Love Drive and along the said curve to the right an arc distance of 46.42 feet to a 1/2 inch iron rod set for corner, said point being in the southeast corner of Tuscan Drive (a variable width right-of-way) and the southwest corner of Proposed Tuscan Drive (a variable width right-of-way);

THENCE South 89 degrees 50 minutes 56 seconds East, along the south line of said Proposed Tuscan Drive, a distance of 19.93 feet to a 1/2 inch iron rod set for corner, said point being in a curve to the right having a radius of 398.14 feet, a delta angle of 24 degrees 45 minutes 33 seconds and a chord bearing and distance of South 77 degrees 28 minutes 10 seconds East, 170.71 feet;

THENCE in a southeasterly direction continuing along the south line of said Proposed Tuscan Drive and along the said curve to the right an arc distance of 172.05 feet to a 1/2 inch iron rod set for corner, said point being in a curve to the left having a radius of 464.14 feet, a delta angle of

56 degrees 30 minutes 06 seconds and a chord bearing and distance of North 86 degrees 39 minutes 33 seconds East, 439.39 feet;

THENCE in a northeasterly direction continuing along the south line of said Proposed Tuscan Drive and along the said curve to the left an arc distance of 457.71 feet to a 1/2 inch iron rod set for corner, said point being in a curve to the right having a radius of 89.50 feet, a delta angle of 88 degrees 18 minutes 12 seconds and a chord bearing and distance of South 77 degrees 26 minutes 24 seconds East, 124.68 feet;

THENCE in a southeasterly direction continuing along the south line of said Proposed Tuscan Drive and along the said curve to the right an arc distance of 137.94 feet to a 1/2 inch iron rod set for corner, said point being at the intersection of the south line of said Proposed Tuscan Drive and the west line of said Las Colinas Boulevard, same point being in a curve to the right having a radius of 840.50 feet, a delta angle of 28 degrees 23 minutes 25 seconds and a chord bearing and distance of South 19 degrees 05 minutes 36 seconds East, 412.22 feet;

THENCE in a southeasterly direction continuing along the west line of said Las Colinas Boulevard and along the said curve to the right an arc distance of 416.47 feet to a 1/2 inch iron rod set for corner;

THENCE South 04 degrees 53 minutes 53 seconds East, along the west line of said Las Colinas Boulevard, a distance of 118.59 feet to a 1/2 inch iron rod set for corner, same point being in a curve to the right having a radius of 110.50 feet, a delta angle of 94 degrees 42 minutes 36 seconds and a chord bearing and distance of South 42 degrees 27 minutes 25 seconds West, 162.56 feet;

THENCE in a southwesterly direction continuing along the west line of said Las Colinas Boulevard and along the said curve to the right an arc distance of 182.66 feet to the POINT OF BEGINNING and containing 549,653 square feet or 12.62 acres of computed land.