

Declaration of Restrictive Covenants

Effective Date:

August 20th, 2013

Declarant:

THE JOHN BARNHILL COMPANY, L.P., a Texas limited partnership
4800 Old Chappell Hill Road
Brenham, Washington County, Texas 77833

Property:

All that certain tract or parcel of land, lying and being situated in Washington County, Texas, out of the James Walker League, Abstract No. 106, containing 43.153 acres, more or less, and being more fully described by metes and bounds on Exhibit "A" attached hereto and incorporated herein for all purposes pertinent; being the same property described in Cash Warranty Deed dated July 19, 2013, from Daniel M. Winard to The John Barnhill Company, L.P., by and through its Managers, John W. Barnhill, Jr., and Jane Barnhill, recorded in Book 1442, Page 0729, Official Records of Washington County, Texas, which 43.153 acres has been subdivided into the three separate tracts more fully described by metes and bounds on Exhibits "B", "C", and "D" attached hereto and incorporated herein for all purposes pertinent.

The Property shall be hereafter held, sold, and conveyed subject to the following restrictive covenants which are imposed for the purposes of protecting the value and desirability of the Property and which shall constitute covenants running with the land, and which shall be binding on all parties having any right, title, or interest in and to the Property, or any part thereof, and their respective heirs, personal representatives, successors, and assigns in perpetuity:

RESTRICTIONS

1. No towers used for commercial purposes (such as cell phone, radio transmission, wind energy).
2. Mobile homes and manufactured homes are prohibited; provided however, this shall not be interpreted to prohibit an owner of a portion on the Property from storing that person's travel trailer on their portion of the Property.
3. No dumping or storing of trash, refuse, recyclables or any toxic materials shall be permitted upon the Property.
4. No fertilizer derived from human or animal waste shall be used upon or stored on the Property.
5. No swine, feed lots, commercial poultry, or commercial kennel operations of any kind shall be permitted on the Property.

6. Any lot or pen where livestock are kept or raised shall be kept and maintained in a neat and clean condition so as to minimize odors, flies and other insects and prevent the same from becoming a nuisance to other owners of the Property.

7. No billboards or commercial signs shall be permitted upon the Property except signs that are smaller than 9 square feet.

8. Abandoned or junk vehicles, machinery and appliances shall not be placed upon the Property unless enclosed in a garage or barn. No auto wreckage or salvage yards shall be permitted on the Property.

9. Construction or placement of any building located nearer than 75 feet to any side or front property line is prohibited. The term "building" as used herein shall mean main structures, porches (whether screened or unscreened), breezeways, attached or detached garages, porte cocheres, decks, projections covered by a roof, patios and decks (whether covered or uncovered), barns, sheds, gazebos, well house, and similar and dissimilar structures.

10. No portion of the Property shall be divided into any tract that is less than five acres.

OTHER PROVISIONS

No Waiver. Failure to enforce this Declaration is not a waiver.

Amendment. This Declaration maybe amended at any time by the unanimous written, acknowledged agreement of all owners of the Property, determined at the time of such amendment.

Severability. The provisions of this Declaration are severable. If any provision of this Declaration is invalidated or declared unenforceable, the other provisions remain valid and enforceable.

Binding Effect. This Declaration shall be binding upon the heirs, successors and assigns of Declarant and shall constitute an agreement which shall run with the land.

WITNESS OUR HANDS, the dates of our respective acknowledgments, but effective as of August 15, 2013.

THE JOHN BARNHILL COMPANY, L.P., a
Texas limited partnership

By: THE JW BARNHILL COMPANY, L.L.C., a
Texas limited liability company, as General
Partner

By: John W Barnhill, Jr.
JOHN W. BARNHILL, JR., Manager

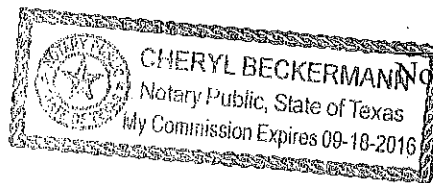
By: Jane Barnhill
JANE BARNHILL, Manager

ACKNOWLEDGMENTS

STATE OF TEXAS

COUNTY OF WASHINGTON

This instrument was acknowledged before me on the 20th day of August, 2013, by JOHN W. BARNHILL, JR., as Manager of THE JW BARNHILL COMPANY, L.L.C., a Texas limited liability company, in its capacity as General Partner of THE JOHN BARNHILL COMPANY, L.P., a Texas limited partnership, on behalf of and as the act and deed of said limited partnership.



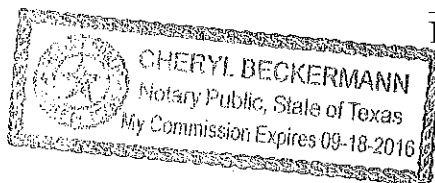
Cheryl Beckermann

Notary Public, State of T E X A S

STATE OF TEXAS

COUNTY OF WASHINGTON

This instrument was acknowledged before me on the 20th day of August, 2013, by JANE BARNHILL, as Manager of THE JW BARNHILL COMPANY, L.L.C., a Texas limited liability company, in its capacity as General Partner of THE JOHN BARNHILL COMPANY, L.P., a Texas limited partnership, on behalf of and as the act and deed of said limited partnership.



Cheryl Beckermann

Notary Public, State of T E X A S

AFTER RECORDING, RETURN TO:

Washington County Abstract Company
211 East Main
P. O. Box 1808
Brenham, Texas 77834
Telephone: (979) 277-9229
Telecopier: (979) 277-9421

EXHIBIT "A"

All that tract or parcel of land situate in Washington County, Texas, out of the James Walker League and being a portion of the 41.9 acre tract described in a deed from William Seidel, Administrator of the Estate of Jos. D. Rogers to Wallace Flasowski, dated January 15, 1934, and recorded in Vol. 108, Pg. 420, Washington County Deed Records more particularly described as follows:

BEGINNING at an iron pin and fence corner in the South line of a public road at the Northeast corner of the original tract, being the Northwest corner of the Henry Bockhorn tract and being the West line of the 0.24 acre tract conveyed to Henry Bockhorn, Sr.; THENCE with said line as fenced S. 16°07' E. 145.94 ft. to an iron pin in the fence corner; THENCE with the fence S. 64°33' W. 497.77 ft. to a Pecan Tree used for a fence corner; THENCE following the fence N. 53°50' W. 494.72 ft. to an iron pin and fence corner, being an interior of the Henry Bockhorn, Jr. Tract; THENCE with the fence along the North line of said tract S. 86°40' W. 1072.05 ft. to an iron pin and fence corner; THENCE with the line described in the old deeds as being between timber tracts #8 & 9 as now fenced S. 14°28' E. 542.77 ft. to an iron pin and fence corner in the South line of the original tract; THENCE with the South line as fenced S. 65°09' W. 439.10 ft. to an iron pin; THENCE with the West line of the original 41.9 acres tract as now staked N. 13°12'40" W. 1596.48 ft.; N. 8°30' E. 143.00 ft.; N. 18°00' W. 233.33 ft. to an iron pin in the Southwest line of the public road; THENCE with said road line S. 67°04' E. 1777.46 ft.; S. 58°26' E. 30.58 ft.; S. 65°18' E. 339.23 ft.; S. 68°21' E. 630.51 ft. to the point or place of beginning, containing 43.152 acres of land.

As surveyed by D. R. Muzzy, Registered Public Surveyor, on April 15, 1969.



THE JOHN BARNHILL COMPANY, L.P.
12.10 ACRE TRACT

ALL THAT TRACT OR PARCEL OF LAND situated in Washington County, Texas out of the James Walker Survey A-106 and being a portion of the tract of land called 43.153 acres in a deed dated July 19, 2013 from Daniel M. Winard to The John Barnhill Company, L.P. as recorded in Volume 1442, Page 0729 of the Official Records of Washington County, said 12.10 acre tract being more particularly described as follows:

COMMENCING at a found 1/2" iron rod lying in the Southwest line of Old Chappell Hill Road marking the Northeast corner of the William Flasowski and wife, Paula Flasowski Tract II called 13.465 acres (414/794 D.R.W.C.), the Northwest corner of The John Barnhill Company, L.P. tract called 43.153 acres and a 17.23 acre tract, also surveyed on this date;

THENCE, S 67° 06' 32" E with the Southwest line of Old Chappell Hill Road, the Northeast line of the Barnhill tract called 43.153 acres and the 17.23 acre tract 602.00 ft. to a set 5/8" iron rod (capped "Jones & Carter Corner") for Northeast corner of the 17.23 acre tract and Northwest corner and POINT OF BEGINNING of the 12.10 acre tract herein described;

THENCE, S 67° 06' 32" E with the Southwest line of Old Chappell Hill Road and the Northeast line of the Barnhill tract called 43.153 acres 747.16 ft. to a set 5/8" iron rod (capped "Jones & Carter Corner") for the Northeast corner this tract and Northwest corner of a 13.77 acre tract, also surveyed on this date;

THENCE, S 03° 11' 53" W departing Old Chappell Hill Road severing the original tract called 43.153 acres with the West line of the 13.77 acre tract and the East line of this tract 650.91 ft. to a set 5/8" iron rod (capped "Jones & Carter Corner") in the North line of the Glenn D. Amerson and wife, Jennifer Brunson Amerson tract called 159.89 acres (861/338 O.R.W.C.) for Southeast corner of this tract and Southwest corner of the 13.77 acre tract, from which a found 1/2" iron rod marking an interior corner of the Barnhill tract bears N 86° 38' 01" W, 543.22 ft.;

THENCE, S 86° 38' 01" W with the South line of the Barnhill tract called 43.153 acres and the North line of the Amerson tract called 159.89 acres 528.30 ft. to a found 1/2" iron rod in the East line of a 17.23 acre tract, also surveyed on this date, for an interior corner of the Barnhill tract called 43.153 acres and a Northwest corner of the Amerson tract called 159.89 acres;

THENCE, N 13° 36' 10" W severing the original tract called 43.153 acres with the East line of the 17.23 acre tract and the West line of this tract 745.05 ft. to a set 5/8" iron rod (capped "Jones & Carter Corner") and continuing with said line, N 11° 33' 41" E, 252.53 ft. to the PLACE OF BEGINNING and containing 12.10 acres of land.



THE JOHN BARNHILL COMPANY, L.P.
17.23 ACRE TRACT

ALL THAT TRACT OR PARCEL OF LAND situated in Washington County, Texas, out of the James Walker Survey A-106 and being a portion of the tract of land called 43.153 acres in a deed dated July 19, 2013 from Daniel M. Winard to The John Barnhill Company, L.P. as recorded in Volume 1442, Page 0729 of the Official Records of Washington County, said 17.23 acre tract being more particularly described as follows:

BEGINNING at a found 1/2" iron rod lying in the Southwest line of Old Chappell Hill Road marking the Northeast corner of the William Flasowski and wife, Paula Flasowski Tract II called 13.465 acres (414/794 D.R.W.C.), the Northwest corner of The John Barnhill Company, L.P. tract called 43.153 acres and the 17.23 acre tract herein described;

THENCE, S 67° 06' 32" E with the Southwest line of Old Chappell Hill Road, the Northeast line of the Barnhill tract called 43.153 acres and this tract 602.00 ft. a set 5/8" iron rod (capped "Jones & Carter Corner") for Northeast corner of this tract and Northwest corner of a 12.10-acre tract, also surveyed on this date;

THENCE, S 11° 33' 41" W departing Old Chappell Hill Road, severing the Barnhill tract called 43.153 acres with East line of this tract and the West line of the 12.10 acre 252.53 ft. to a set 5/8" iron rod (capped "Jones & Carter Corner") and continuing with said line, S 13° 36' 10" E, 745.05 ft. to a found 1/2" iron rod marking the Northwest corner of the Glenn D. Amerson and wife, Jenifer Brunson Amerson tract called 159.89 acres (861/338 O.R.W.C.) and Southwest corner of the 12.10-acre tract;

THENCE, S 14° 25' 53" E with the East line of this tract and a West line of the Amerson tract 542.39 ft. to a found 1/2" iron rod in the Northwest line of the Cheryl L. Wells tract called 63.570 acres (1411/961 O.R.W.C.) for Southeast corner of this tract and an exterior corner of the Amerson tract;

THENCE, S 65° 13' 13" W with the Northwest line of the Wells tract, the Southeast line of the Barnhill tract called 43.153 acres and this tract 439.03 ft. to a found 1/2" iron rod for Southeast corner of the Flasowski tract, Southwest corner of the Barnhill tract and this tract;

THENCE, N 13° 12' 40" W with the East line of the Flasowski tract, the West line of the Barnhill tract called 43.153 acres and this tract 1594.29 ft. to a found 1/2" iron rod for angle, N 08° 22' 51" E, 143.40 ft. to a found 1/2" iron rod for angle and, N 18° 06' 56" W, 232.57 ft. to the POINT OF BEGINNING and containing 17.23 acres of land.



THE JOHN BARNHILL COMPANY, L.P.
13.77 ACRE TRACT

ALL THAT TRACT OR PARCEL OF LAND situated in Washington County, Texas out of the James Walker Survey A-106 and being a portion of the tract of land called 43.153 acres in a deed dated July 19, 2013 from Daniel M. Winard to The John Barnhill Company, L.P. as recorded in Volume 1442, Page 0729 of the Official Records of Washington County, said 13.77 acre tract being more particularly described as follows:

COMMENCING at a found 1/2" iron rod lying in the Southwest line of Old Chappell Hill Road marking the Northeast corner of the William Plasowski and wife, Paula Plasowski Tract II called 13.465 acres (414/794 D.R.W.C.), the Northwest corner of The John Barnhill Company, L.P. tract called 43.153 acres and a 17.23 acre tract, also surveyed on this date;

THENCE, S 67° 06' 32" E with the Southwest line of Old Chappell Hill Road, the Northeast line of the Barnhill tract called 43.153 acres and the 17.23 acre tract 602.00 ft. to a set 5/8" iron rod (capped "Jones & Carter Corner") for Northeast corner of the 17.23 acre tract and Northwest corner of a 12.10 acre tract, also surveyed on this date;

THENCE, S 67° 06' 32" E with the Southwest line of Old Chappell Hill Road, the Northeast line of the Barnhill tract called 43.153 acres and the 12.10 acre tract 747.16 ft. to a set 5/8" iron rod (capped "Jones & Carter Corner") for Northeast corner of the 12.10 acre tract, Northwest corner and POINT OF BEGINNING of the 13.77 acre tract herein described;

THENCE, S 67° 06' 32" E with the Southwest line of Old Chappell Hill Road, the Northeast line of the Barnhill tract called 43.153 acres and this tract 428.42 ft. to a set 5/8" iron rod (capped "Jones & Carter Corner") for angle, S 58° 28' 32" E, 30.58 ft. to a 40" Oak tree for angle, S 65° 20' 32" E, 339.23 ft. to a set 5/8" iron rod (capped "Jones & Carter Corner") for angle and, S 68° 23' 31" E, 630.63 ft. to a found 1/2" iron rod marking a Northwest corner of the John W. Barnhill, Jr. tract called 96.207 acres (677/579 O.R.W.C.), Northeast corner of the Barnhill tract called 43.153 acres and this tract;

THENCE, S 15° 52' 43" E departing Old Chappell Hill Road with the West line of the Barnhill tract called 96.207 acres, the East line of the Barnhill tract called 43.153 acres and this tract 145.57 ft. to a found 1/2" iron rod for an interior corner of the Barnhill tract called 96.207 acres, easternmost corner of the Barnhill tract called 43.153 acres and this tract;

THENCE, S 64° 33' 00" W with the Northwest line of the Barnhill tract called 96.207 acres, the Southeast line of the Barnhill tract called 43.153 acres and this tract pass at 495.03 ft. a found 3/8" iron rod 1.30 ft. South of this line called the Northwest corner of the Barnhill tract called 96.207 acres and a Northeast corner of the Glenn D. Amerson and wife, Jenifer Brunson Amerson tract called 159.89 acres (861/338 O.R.W.C.) continue with the common line between the Barnhill 43.153 acres tract and the Amerson tract a total distance of 497.68 ft. to a 36" Pecan tree which a found 3/8" iron rod called an interior corner of the Amerson tract bears S 27° 52' 30" W, 2.10 ft.;

THENCE, N 53° 50' 00" W with the Northeast line of the Amerson tract called 159.89 acres, the Southwest line of the Barnhill tract called 43.153 acres and this tract 495.26 ft. to a found 1/2" iron rod for an interior corner of this tract and an exterior corner of the Amerson tract;

THENCE, S 86° 38' 01" W with the North line of the Amerson tract, the South line of the Barnhill tract called 43.153 acres and this tract 543.22 ft. to a set 5/8" iron rod (capped "Jones & Carter Corner") marking the Southeast corner of the 12.10 acre tract and Southwest corner of this tract from which a found 1/2" iron rod marking an interior corner of the Barnhill tract called 43.153 acres and the Northwest corner of the Amerson tract bears S 86° 38' 01" W 528.30 ft.;

THENCE, N 03° 11' 53" E severing the Barnhill 43.153 acre tract with the East line of the 12.10 acre tract and the West line of this tract 650.91 ft. to the POINT OF BEGINNING and containing 13.77 acres of land.