EXHIBIT "B" RESTRICTIVE COVENANTS

1. No owner or occupant shall use or occupy the property or permit the same or any part thereof to be used or occupied for any purpose other than as a private single family residence for the owner or his tenant and their families. As used herein, the term "private single family residence" shall be deemed to prohibit specifically, but without limitation, the use of property for apartments, garage apartments, or other business and commercial purposes. The owner or his tenant is allowed to use an office within the residence.

2. Household pets and livestock may be kept on the property to the extent of up to one head per acre unit, provided that they are not kept, bred or maintained for any commercial purpose (such as a feedlot) and so long as the property is maintained in a sanitary condition. Raising cattle on pasture and farming crops are acceptable. Swine are specifically not allowed. Noxious fumes, odors, or loud noises shall not be allowed. Each owner shall be fully responsible for restraining all pets and livestock within owner's property.

3. No mobil home, house trailer camper, truck body, tent, shack, garage, barn or other out building shall at any time be used as a residence except on a temporary basis until a permanent residence is completed. Any such occupancy for a term longer than 9 months shall not be considered temporary.

4. Each property owner shall have the responsibility of meeting minimum sanitary facility requirements of the State of Texas and the Bell County Health Department, and any other entity as may have jurisdiction to enforce sanitary regulations.

5. No tract of land shall be subdivided, into smaller than 10 acres.

6. All residences shall be built of log, rock, brick, cedar, masonry or fiber-cement (Hardiplank or equivalent) or metal. Each residence must have at least 1800 square feet of living area, exclusive of porches and garages.

7. No tract may be used or maintained as a dumping ground for rubbish, trash, garbage, old motor vehicles, mobile homes or other waste. No mobile home, house trailer , camper, truck body, tent or shack shall be left on a tract on a permanent basis.

8. No structure (including pens and corrals) but excluding fences, gates, and mailboxes shall be located within fifty (50) feet of a property boundary line.

9. No activity shall be conducted which will be noxious to adjoining landowners. This includes loud noises from racing vehicles, motorcycles, or 4 wheelers (ATV's).

10. All improvements shall be kept in good, safe, and attractive condition and repair by the owner.

11. No portion of any tract shall be used for mining.

12. None of the following shall be constructed on any tract: commercial antenna, commercial windmills to generate electricity {one residential wind generator per house is allowed), lighted towers, roadway lights, or any structure taller than fifty (50) feet.

13. The foregoing restrictions, conditions, covenants and limitations may be enforced by any proceeding at law or in equity. Failure to enforce any covenant or restriction herein contained shall in no event be determined a waiver of the right to do so thereafter.

14. These restrictive covenants are imposed on the Property herein conveyed for the benefit of all current and future owners of any portion of the 25 Facre tract described in Exhibit "C" attached hereto. Any changes or modification of the restrictive covenants must be approved by 100% of the then current owners of any portion of the 25 acre tract.