

FILE STAMPED COPY

SUPPLEMENTARY DECLARATION OF COVENANTS AND RESTRICTIONS

FOR

EMERALD LAKE

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

KNOW ALL PERSONS BY THESE PRESENTS,



This SUPPLEMENTARY DECLARATION OF COVENANTS AND RESTRICTIONS FOR EMERALD LAKE (this "Supplementary Declaration") is made this 21st day of February, 2005, by Emerald Lake Limited Partnership, a Texas limited partnership ("Declarant").

WITNESSETH:

WHEREAS, Declarant executed that certain Declaration of Covenants and Restrictions for Emerald Lake dated March 21, 2003 (the "Declaration"), which Declaration was recorded on March 24, 2003 in Volume 2002-055, Page 00062 in the real property records of Dallas County, Texas;

WHEREAS, Emerald Lake II Limited Partnership, a Texas limited partnership ("Emerald") currently owns that certain real property (the "Annexed Property") consisting of approximately 36.805 acres located in the City of Garland, Dallas County, Texas, which Annexed Property is more particularly described on Exhibit A attached hereto and incorporated herein by this reference;

WHEREAS, Emerald intends to develop the Annexed Property as the subdivision known as Emerald Lake No. 2, which subdivision is adjacent to the Properties subject to the Declaration as of the date hereof; and

WHEREAS, Emerald and Declarant desire and intend to extend the concept of the covenants, conditions, restrictions servitudes and charges set forth in the Declaration to the Annexed Property pursuant to Section 2.3 of the Declaration.

NOW, THEREFORE, Emerald and Declarant hereby declare that the Annexed Property shall be held, conveyed, hypothecated, encumbered, leased, sold, rented, used, occupied and improved, subject to the covenants, conditions, restrictions, servitudes and charges set forth in the Declaration and further declares as follows:

1. All capitalized terms used in this Supplementary Declaration, to the extent not otherwise expressly defined herein, shall have the same meanings ascribed to such terms in the Declaration.

2. Pursuant to Section 2.3 of the Declaration, Declarant hereby imposes all of the covenants, conditions, restrictions, servitudes and charges set forth in the Declaration upon the Annexed Property, and Emerald hereby consents thereto by execution of this Supplementary Declaration. In this regard, the Annexed Property shall be deemed a part of the Properties for all purposes.

3. For purposes hereof, the term "Phase 2 Plat" shall mean the plat of the subdivision recorded in Volume 2005033, Page 560 of the Map Records of Dallas County, Texas.

4. The following Lots shall be deemed a part of the Green Area and conveyed to the Association as and when desired by Declarant or required by the City: Lot 18, Block 1 and Lot 1, Block 6, as shown on the Phase 2 Plat, which areas are to be maintained by the Association as areas of vegetation.

5. Lot 1, Block 7, as shown on the Phase 2 Plat, shall be conveyed to and maintained by the City.

6. A true, correct and complete copy of the Declaration is attached hereto as Exhibit B and incorporated herein by this reference.

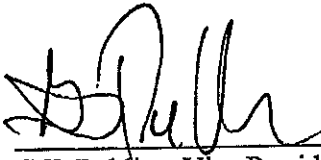
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IN WITNESS WHEREOF, the Declarant has caused this instrument to be executed as of the date and year first written above.

DECLARANT:

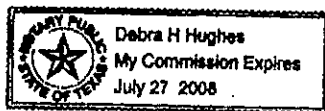
EMERALD LAKE LIMITED PARTNERSHIP,
a Texas limited partnership

By: Emerald Lake Developments, LLC,
a Texas limited liability company,
its general partner

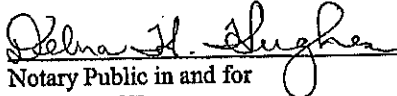
By: 
G.T. Puklicz, Vice President

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on the 22nd day of February, 2005, by G.T. Puklicz, Vice President of Emerald Lake Developments, LLC, a Texas limited liability company, the general partner of EMERALD LAKE LIMITED PARTNERSHIP, a Texas limited partnership, on behalf of such entities.



My Commission Expires:
7-27-2008

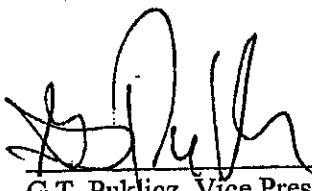

Notary Public in and for
the State of Texas
DEBRA H. HUGHES
Printed Name

By execution hereof, Emerald hereby consents to the terms and provisions of this Supplementary Declaration.

EMERALD:

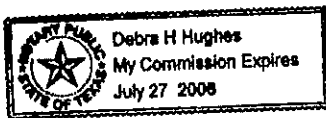
EMERALD LAKE II LIMITED PARTNERSHIP,
a Texas limited partnership

By: Emerald Lake II Developments, LLC,
a Texas limited liability company,
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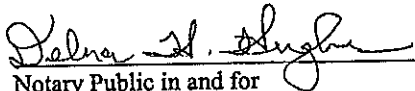
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My Commission Expires:
7-27-2008


Notary Public in and for
the State of Texas

DEBRA H. HUGHES
Printed Name

EXHIBIT A

LEGAL DESCRIPTION OF THE ANNEXED PROPERTY

A 36.805 acre tract, out of the John Little Survey, Abstract No. 761 located in the City of Garland, Dallas County, Texas, and being all of that tract of land in the final plat of Emerald Lake, No 2. as recorded in Volume 2005033, Page 560 in the Dallas County Deed Records.