

STEWART TITLE HOUSTON DIVISION

COPI

FIRST AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR CYPRESS VILLAGE, SECTION 1

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THIS FIRST AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR CYPRESS VILLAGE, SECTION 1 (the "First Amendment") is made and entered into this 1st day of August, 2005, by PT&T, LTD., a Texas limited partnership (the "Developer").

A. Developer has heretofore filed of record a certain Declaration of Covenants, Conditions and Restrictions for Cypress Village, Section 1 dated April 16, 2003, filed of record in the Official Public Records of Real Property of Brazoria County, Texas (the "Real Property Records"), under Clerk's File No. 2004018902 (the "Declaration"), the terms of which are incorporated herein by this reference for all purposes. Unless otherwise defined herein, all defined terms in the Declaration shall have the same meaning in this First Amendment as given such terms in the Declaration.

B. Pursuant to Section 12.19 of the Declaration, Developer reserved the right to increase the size of the Property subject to the Declaration (the "Additional Acreage"), and to encumber any additional property so added with the restrictive covenants set forth in the Declaration. The Developer wishes to add 51.2668 acres to the Declaration. The Additional Acreage will be known as Cypress Village, Section 2 and is described by metes and bounds in Exhibit "A-1", attached hereto and incorporated herein by reference for all purposes.

D. Pursuant to Developer's reserved rights under the Declaration and pursuant to Section 12.19 thereof, the Developer desires to encumber the Additional Acreage by the restrictive covenants set forth in the Declaration as more particularly set forth herein.

WITNESSETH

NOW, THEREFORE, pursuant to its authority under the Declaration, Developer does hereby amend the Declaration as follows:

1. Article I - Definitions.

(a) Section 1.01 (o) of the Declaration is hereby amended to read in full as follows:

"Land" shall mean and refer to all of the lands described in Exhibit "A" and Exhibit "A-1" and any additions or amendments thereto and all improvements located thereon.

2. Exhibits. Exhibit "A-1" hereto is hereby added as an exhibit to the Declaration.


3. Additional Acreage Subject to Declaration. The 51.2668 acres (the "Additional Acreage") is hereby made subject to all covenants set forth in the Declaration, and shall be bound by, and entitled to the benefit of, the restrictive covenants, voting rights, maintenance charges and other matters described in the Declaration.

4. Limited Modification. Except as expressly modified herein, all covenants, conditions, restrictions and other items of the Declaration shall remain in full force and effect, all of which are hereby ratified and confirmed by Developer.

IN WITNESS WHEREOF, Developer has caused this First Amendment to be executed as of the date set forth above.

PT&T, Ltd., a Texas limited partnership,
By: JNB&R, LLC., General Partner

By:

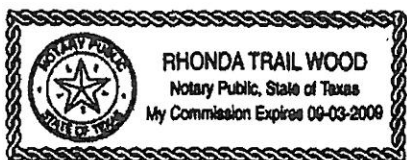


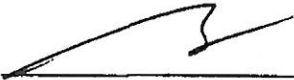
John N. Taylor
Executive Manager

STATE OF TEXAS

COUNTY OF HARRIS

This instrument was acknowledged before me on this 1st day of August, 2005, by John N. Taylor, Executive Manager of JNB&R, LLC., general partner of TTT&B, Ltd., a Texas limited partnership, on behalf of said partnership.





Notary Public, State of Texas

After recording, return to:
TTT&B, Ltd.
1625 Corniche Street
League City, Texas 77573

EXHIBIT A-1

CYPRESS VILLAGE SECTION TWO

Of 51.2668 acres of land, being out of Tracts II, and III as described in Volume (89) 647 Page 337 of the Official Records as recorded in Brazoria County, Texas, and located in the H.T. & B.R.R. CO. Survey Abstracts 241 and 546 Brazoria County, Texas, more particularly described by metes and bounds as follows (Bearings based on Deed Records);

COMMENCING at a 1 inch iron pipe found in the original West Right-of-Way of Harkey Road (based on a 60' wide right-of-way) bearing North $00^{\circ}01'54''$ East a distance of 297.14 from a 1 inch iron pipe found marking the intersection of the North Right-of-way line of County Road 554 with the West intersection of said Harkey Road;

THENCE North $89^{\circ}56'49''$ West, leaving said original right of way line, a distance of 20.00 feet to a 5/8 inch iron rod set for the PLACE OF BEGINNING of the herein described tract of land and lying in the West line of a tract of land conveyed by deed to the City of Pearland recorded in Clerk's File No. 02-507783 of the Official Records of Brazoria County, Texas;

THENCE North $89^{\circ}56'49''$ West a distance of 2369.60 feet to a 5/8 inch iron rod found for corner and being in the East line of a 225 foot wide Fee Strip recorded in Volume 1145, Page 921 of the Deed Records of Brazoria County, Texas;

THENCE North $00^{\circ}00'15''$ East, along the East line of said Fee Strip, a distance of 1267.73 feet to a 5/8 inch iron rod set for corner, from said point a 5/8 inch iron rod with cap was found bearing North $01^{\circ}01'00''$ West a distance of 2.52 feet;

THENCE North $89^{\circ}47'36''$ East, leaving said Fee Strip, a distance of 1097.83 feet to a 5/8 inch iron rod set for corner in the west line of a call 15.00 acre tract described in a deed to Marvin Wayne Smith recorded in File No. 85-197113 Official Records Brazoria County Texas;

THENCE South $00^{\circ}00'28''$ West along the west line of said 15.00 acre tract, a distance of 613.77 feet to a 5/8 inch iron rod set for corner, said corner being the Southwest corner of said 15.00 acre tract;

THENCE North $89^{\circ}59'51''$ East, along the common line of said 15.00 acre tract and said Tract III, a distance of 1271.41 feet to a 5/8 inch iron rod set for corner in the West line of said City of Pearland tract of land;

EXHIBIT A-1

DESCRIPTION (CONTINUED)
CYPRESS VILLAGE
SECTION TWO

THENCE South 00°01'54" East, along the West line of said City of Pearland tract, a distance of 660.18 feet to the POINT OF BEGINNING of the herein described tract of land and containing within these calls 51.2668 acres or 2,233,182 square feet of land.

WITNESS MY HAND AND SEAL THIS THE 9th DAY OF August, 2003.
Revised: June 17, 2004


J. GARLYN RAINWATER
Registered Professional Land Surveyor No. 4722

FOSTER-RAINWATER & ASSOCIATES SURVEYING
2302 N. WASHINGTON
PEARLAND, TEXAS 77581
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Official Records of
BRAZORIA COUNTY
JOYCE HUDMAN
COUNTY CLERK
Fees \$20.00

