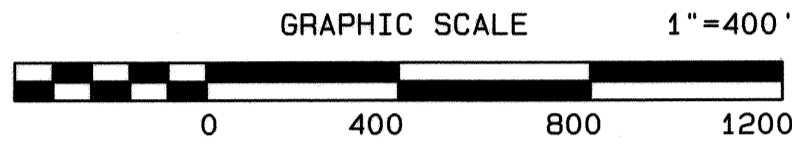
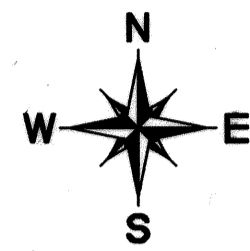


LAKE WINDCREST

SECTION ONE

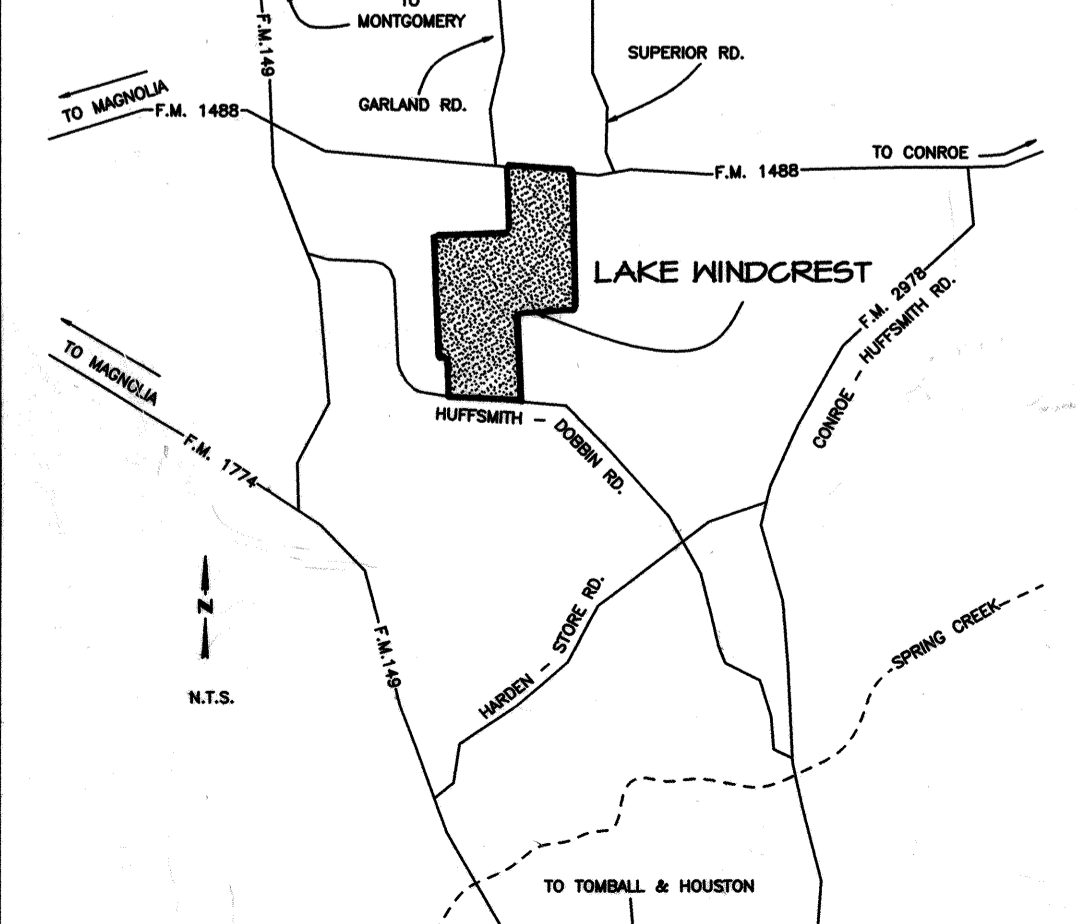
222 RESIDENTIAL LOTS
 FOUR BLOCKS - SEVEN RESERVES
 524.55 ACRES OF LAND OUT OF THE
 THOMAS J. NICHOLS SURVEY A-397,
 BAILEY McFADDEN SURVEY A-352,
 AND THE JOHN H. SMITH SURVEY A-533
 MONTGOMERY, COUNTY TEXAS

1/8/97

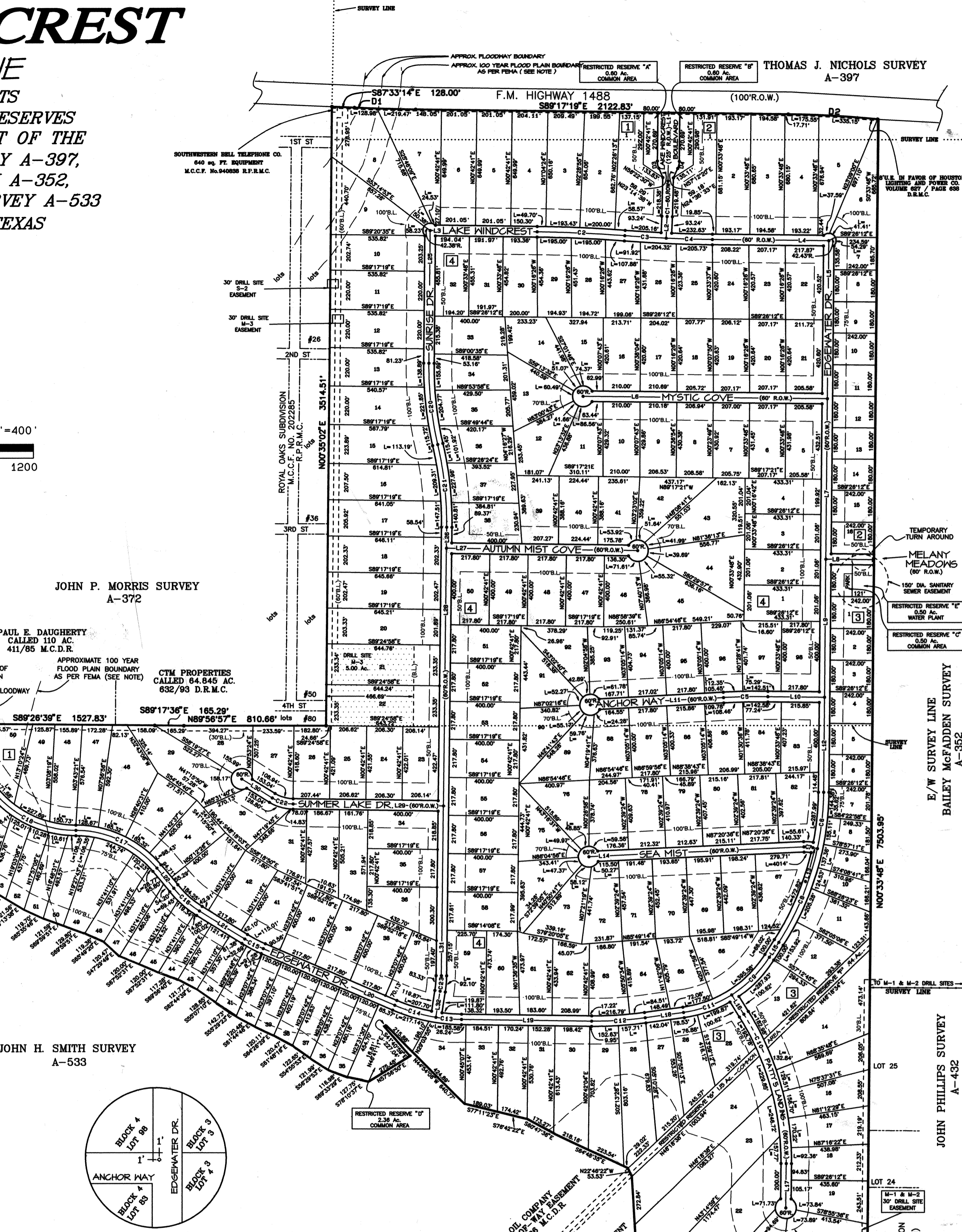


ITEM	ARC/DIST	BEARING	RADIUS	DELTA
C1	199.58'	S89°17'19\"	5981.77'	01°54'58\"
L1	399.16'	S0°42'41\"		
L2	123.30'	S0°34'09\"		
L3	626.44'	S89°17'19\"		
C2	499.79'	S89°17'19\"	7837.70'	03°38'15\"
C3	238.10'	S89°17'19\"	7532.25'	01°47'45\"
C4	283.88'	S89°17'19\"	7532.25'	02°00'21\"
L4	463.29'	S89°28'12\"		
L5	901.12'	S0°33'48\"		
L6	1362.28'	S89°28'12\"		
L7	914.48'	S0°33'48\"		
L8	272.00'	S89°28'12\"		
L9	781.14'	S0°33'48\"		
L10	323.00'	S89°28'12\"		
C5	292.85'	S89°28'12\"	3970.00'	03°39'02\"
L11	799.55'	S89°34'48\"		
L12	544.48'	S0°33'48\"		
C6	324.01'	S89°34'48\"	1606.84'	11°33'12\"
L13	26.60'	S77°53'00\"		
C7	51.57'	S89°20'36\"	200.00'	14°48'24\"
L14	1228.48'	S89°20'36\"		
C8	579.71'	S89°20'36\"	1606.84'	20°40'15\"
L15	100.00'	S32°47'19\"		
C9	304.80'	S89°20'36\"	696.13'	25°05'12\"
L16	130.00'	S32°07'32\"		
C10	80.00'	S32°07'32\"	1578.14'	32°41'20\"
L17	251.98'	S0°33'48\"		
C11	294.09'	S89°20'36\"	696.13'	24°12'19\"
L18	225.57'	S89°20'36\"		
C12	305.82'	S89°20'36\"	2030.00'	08°37'54\"
L19	741.84'	S89°17'19\"		
C13	148.19'	S89°17'19\"	1000.00'	08°22'34\"
C14	245.09'	S89°17'19\"	1000.00'	14°02'28\"
L20	814.09'	S89°32'18\"		
C15	119.49'	S89°32'18\"	800.00'	08°33'28\"
L21	130.00'	S89°18'50\"		
C16	183.99'	S89°18'50\"	600.00'	18°31'10\"
L22	150.00'	S38°47'34\"		
C17	528.41'	S89°17'19\"	630.00'	58°18'07\"
C18	519.00'	S89°17'19\"	600.00'	55°17'44\"
L23	133.68'	S34°48'57\"		
C19	382.04'	S89°17'19\"	400.00'	54°43'24\"
L24	183.85'	S89°28'23\"		
L25	754.42'	S0°35'02\"		
C20	489.42'	S89°28'23\"	2000.00'	13°28'52\"
C21	477.11'	S89°28'23\"	2000.00'	13°40'08\"
L26	119.37'	S0°42'41\"		
L27	1088.46'	S89°17'19\"		
L28	1485.02'	S0°42'41\"		
L29	854.51'	S89°17'19\"		
C22	125.28'	S89°17'19\"	230.00'	31°12'35\"
L30	205.00'	S89°04'44\"		
L31	964.38'	S0°42'41\"		
C23	87.72'	S89°17'19\"	600.00'	08°22'34\"
L32	150.33'	S0°05'10\"		
D1	348.45'	S89°25'16\"	11508.94'	01°44'09\"
D2	510.70'	S89°42'40\"	5878.38'	05°04'07\"
D3	41.88'	N11°18'53\"	100.00'	24°09'00\"
D4	41.88'	N12°44'19\"	100.00'	24°09'00\"
ITEM	ARC/DIST	BEARING	RADIUS	DELTA

LINE	ARC/DIST	BEARING	RADIUS	DELTA
L1	399.16'	S0°42'41\"		
L2	123.30'	S0°34'09\"		
L3	626.44'	S89°17'19\"		
L4	463.29'	S89°28'12\"		
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L28	1485.02'	S0°42'41\"		
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L30	205.00'	S89°04'44\"		
L31	964.38'	S0°42'41\"		
L32	150.33'	S0°05'10\"		



OWNER: LIPAR GROUP INC.
 6910 F.M. 1488 #5
 MAGNOLIA, TEXAS 77355



BENCH MARK
 3" BRASS DISK SET IN CONCRETE
 ELEVATION = 224.50'

- NOTES:
- (B.L.) REPRESENTS BUILDING LINE.
 - (U.E.) REPRESENTS UTILITY EASEMENT.
 - (D.E.) REPRESENTS DRAINAGE EASEMENT.
 - ALL LAKE FRONT LOTS WILL HAVE A ONE HUNDRED FOOT (100') BUILDING LINE ALONG THE LAKE AND A TWENTY FOOT (20') BUILDING LINE ALONG THE SIDE LOT LINES UNLESS OTHERWISE NOTED.
 - ALL LOTS OTHER THAN LAKE FRONT LOTS WILL HAVE A TWENTY FIVE FOOT (25') BUILDING LINE ALONG THE SIDE LOT LINES AND ALONG THE BACK LOT LINE UNLESS OTHERWISE NOTED.
 - BUILDING LINES ALONG THE SIDES OF ALL STREETS WILL BE AS SHOWN ON THIS PLAT.
 - 100 YEAR FLOOD PLAN AS PER FEMA PANEL No. 480483 0160C, EFFECTIVE DATE: AUGUST 1, 1984 AND 480483 0200D, EFFECTIVE DATE: DECEMBER 15, 1989.
 - THERE IS A TEN FOOT (10') UTILITY EASEMENT ALONG BOTH SIDES OF ALL STREETS.
 - THERE IS HEREBY DEDICATED A TWENTY FOOT (20') UTILITY AND DRAINAGE EASEMENT LYING TEN FEET (10') ON EITHER SIDE OF ALL SIDE LOT LINES UNLESS OTHERWISE NOTED.
 - THERE IS HEREBY DEDICATED A TEN FOOT (10') UTILITY AND DRAINAGE EASEMENT ALONG ALL REAR LOT LINES EXCEPT FOR PERIMETER OR LAKE FRONT LOTS OR WHERE OTHERWISE NOTED.
 - NO CONSTRUCTION OF ANY TYPE PERMITTED IN FLOODWAY WITHOUT PERMISSION OF MONTGOMERY COUNTY ENGINEER.
 - PROPOSED 100 YEAR FLOOD PLAN BASED ON DODSON AND ASSOC. STUDY OF DRY CREEK #2 TRIB.#1 SUBJECT TO FEMA APPROVAL OF LOMR.

POWERS ENGINEERING
 3706 W. DAVIS, CONROE TEXAS 77304

ANN BASS SURVEY A-72
 WILLIAM F. MOORE
 PORTION OF CALLED 177.66 AC.
 414/64 M.C.D.R.
 CLARENCE D. MOORE
 CALLED 30.98 AC.
 525/755 M.C.D.R.
 SUPERIOR OIL COMPANY
 20' WIDE RIGHT-OF-WAY EASEMENT
 7244/7555-5256 M.C.D.R.
 SUPERIOR OIL COMPANY
 20' WIDE RIGHT-OF-WAY EASEMENT
 7244/7555-5336 M.C.D.R.
 SOUTHWESTERN BELL TELEPHONE CO.
 20' WIDE RIGHT-OF-WAY EASEMENT
 7122/7558-843 M.C.D.R.

THE STATE OF TEXAS:
COUNTY OF MONTGOMERY:

Thomas E. Lipar, President, of Lipar Group, Inc., Trustee, owners of the property subdivided in the above and foregoing map of Lake Windcrest Section One, do hereby make subdivision of said property for and on behalf of said Lipar Group, Inc., Trustee, according to the lines, streets, lots, alleys, parks, building lines, and easements thereon shown, and designate said subdivision as Lake Windcrest Section One, located in the Thomas J. Nichols Survey, A-397, the Bailey McFadden Survey, A-352 and the John H. Smith Survey, A-533, Montgomery County, Texas, and on behalf of said Lipar Group, Inc., Trustee, and dedicate to public use, as such, the streets, alleys, parks, and easements shown thereon forever; and do hereby waive any claims for damages occasioned by the establishing of grades as approved for the streets and alleys dedicated, or occasioned by the alteration of the surface of any portion of streets or alleys to conform to such grades; and do hereby bind ourselves, our successors and assigns to warrant and forever defend the title to the land so dedicated.

This is to certify that I, Thomas E. Lipar, President, of Lipar Group, Inc., Trustee, owners of the property subdivided in the above and foregoing map of Lake Windcrest Section One, have complied or will comply with all regulations heretofore on file with the Montgomery County Engineer and adopted by the Commissioners' Court of Montgomery County, Texas.

Further, owners have dedicated and by these presents do dedicate to the use of the public for public utility purposes forever unobstructed aerial easements. The aerial easements shall extend horizontally an additional eleven feet, six inches (11' 6") for ten feet (10' 0") perimeter ground easements, or five feet, six inches (5' 6") for sixteen feet (16' 0") perimeter ground easements, from a plane sixteen feet (16' 0") above ground level upward, located adjacent to and adjoining said public utility easements shown hereon, whereby the aerial easement totals twenty-one feet, six inches (21' 6") in width.

Further, owners have dedicated and by these presents do dedicate to the use of the public for public utility purposes forever unobstructed aerial easements. The aerial easements shall extend horizontally an additional ten feet (10' 0") for ten feet (10' 0") back-to-back ground easements or seven feet (7' 0") for sixteen feet (16' 0") back-to-back ground easements, from a plane sixteen feet (16' 0") above ground level upward, located adjacent to both sides and adjoining said public utility easements shown hereon, whereby the aerial easement totals thirty feet (30' 0") in width.

Further, we, Lipar Group, Inc., Trustee do hereby dedicate forever to the public a strip of land a minimum of fifteen (15) feet wide on each side of the center line of any and all gullies, ravines, draws, sloughs, or other natural drainage courses located in the said subdivision, as easements for drainage purposes, giving Montgomery County and/or any other public agency the right to enter upon said easements at any and all times for the purpose of constructing and/or maintaining drainage work and/or structures.

Further, all of the property subdivided in the above and foregoing map shall be restricted in its use, which restrictions shall run with the title to the property, and shall be enforceable, at the option of Montgomery County, by Montgomery County or any citizen thereof, by injunction, as follows:

1. That drainage of septic tanks into road, street, alley or other public ditches, either directly or indirectly, is strictly prohibited.
2. Drainage structures under private driveways shall have a net drainage opening area of sufficient size to permit the free flow of water without backwater, and shall be a minimum of one and three-quarters (1-3/4) square feet (18" diameter pipe culvert).

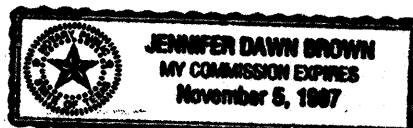
Further, we do hereby declare that all parcels of land designated as lots on this plat are originally intended for the construction of residential dwelling units thereon and shall be restricted for same under the terms and conditions of such restrictions filed separately, unless otherwise noted.

IN TESTIMONY WHEREOF, Lipar Group, Inc., Trustee, has caused these presents to be signed by Thomas E. Lipar, its President, thereunto authorized, and its common seal hereunto affixed this

23 day of December, 1996.

LIPAR GROUP, INC.

BY: Thomas E. Lipar
Thomas E. Lipar, President



File# 970.3380

Cab. I Sheet 160

THE STATE OF TEXAS:
COUNTY OF MONTGOMERY:

CHAMPION REALTY CORPORATION consents to and joins in the execution of the foregoing plat and subordinates the liens created by Deed of Trust dated September 24, 1996 recorded in the Office of the County Clerk of Montgomery County, Texas, under Clerk's File No. 9660343 to the extent said liens cover any portion of the property described in said plat, to the subdivision and dedication of the property set forth in said plat. In no event shall CHAMPION REALTY CORPORATION be required to enforce any restrictions, covenants, easements and/or any other matters, if any, appearing on said plat, nor shall the failure to enforce such restrictions, covenants, easements, and/or other matters, if any, give rise to any claim or cause of action against CHAMPION REALTY CORPORATION

Further, this consent and joinder shall not be construed or operate as a release of CHAMPION REALTY CORPORATION'S liens or any part thereof covering that portion of the property described in the foregoing plat which is subject to the above described Deed of Trust, but CHAMPION REALTY CORPORATION agrees that its liens shall hereafter be upon and against said portion of the platted property subject to the restrictions, covenants, easements and other matters, if any, set forth on the plat.

Executed this 20th day of December, 1996.

CHAMPION REALTY CORPORATION

By: E.H. Daniels
Name: E.H. Daniels
Title: Vice President

ATTEST

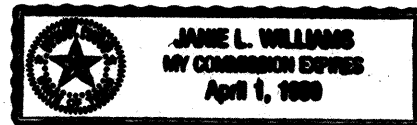
By: Richard K. McWhirter
Name: Richard K. McWhirter
Title: Secretary

STATE OF TEXAS:
COUNTY OF HARRIS:

This instrument was acknowledged before me on the 20th day of December, 1996, by E.H. Daniels, III,
Vice President and Richard K. McWhirter
Secretary

of CHAMPION REALTY CORPORATION, a Delaware corporation, on behalf of said corporation.

Jane L. Williams
Notary Public in and for the State of Texas



This is to certify that I, Ken Powers, a licensed Surveyor of the State of Texas, have platted the above subdivision from an actual survey on the ground; and that all block corners, angle points, and points of curve are properly marked with iron rods of minimum 5/8" diameter and 3' long, and that this plat correctly represents that survey made by me.

Ken Powers
Ken Powers, R.P.L.S.
Texas Registration No. 3484



APPROVED by the Commissioners' Court of Montgomery County, Texas, this 15th day of January, 1997.

Mike Meador
Mike Meador
Commissioner Precinct 1

Malcolm Purvis
Malcolm Purvis
Commissioner Precinct 2

Ed Chance
Ed Chance
Commissioner Precinct 3

Alar B. Sadler
Alar B. Sadler, County Judge

Jim Simmons
Jim Simmons
Commissioner Precinct 4

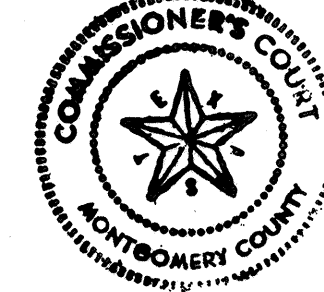
STATE OF TEXAS:
COUNTY OF MONTGOMERY:

I, Mark Turnbull, Clerk of the County Court of Montgomery County, Texas, do hereby certify that the within instrument with its certificate of authentication was filed for registration in my office on

January 15, 1997, at 9:30 o'clock, A.M., and duly recorded on January 21, 1997, at 10:48 o'clock, A.M.,

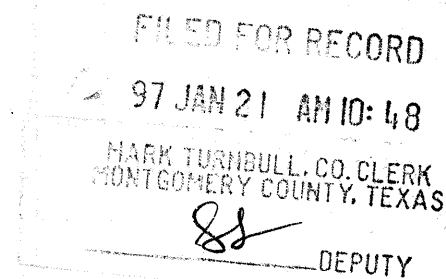
in Cabinet I, Sheet 159-160, of record of Maps for said County.

WITNESS MY HAND AND SEAL OF OFFICE, at Conroe, Montgomery County, Texas, the day and date last above written.



Mark Turnbull, Clerk, County Court
Montgomery County, Texas

By: Mark Turnbull, Deputy



THE STATE OF TEXAS:
COUNTY OF MONTGOMERY:

BEFORE ME, the undersigned authority, on this day personally appeared Thomas E. Lipar, President, of Lipar Group, Inc., Trustee, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed, and in the capacity therein and herein set out, and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 23 day of December, 1996.

Jennifer Dawn Brown
Notary Public in and for
Montgomery County, Texas

I, J. D. Blanton, County Engineer of Montgomery County, Texas, do hereby certify that the plat of this subdivision complies with all of the existing rules and regulations of this office as adopted by the Montgomery County Commissioners' Court.

I further certify that the plat of this subdivision complies with requirements for internal subdivision drainage as adopted by Commissioners' Court; however, no certification is hereby given as to the effect of drainage from this subdivision on the intercepting drainage artery or parent stream or on any other area of subdivision within the watershed.

J.D. Blanton
J.D. Blanton, County Engineer

LAKE WINDCREST
SECTION ONE