

1106642

**SECOND AMENDMENT
TO
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR
WILLOW CREEK FARMS**

THE STATE OF TEXAS §
 §
COUNTY OF WALLER §

WHEREAS, RH of Texas Limited Partnership, a Maryland limited partnership, and Ashton Houston Residential, L.L.C., a Texas limited liability company, as Declarants, caused that certain instrument entitled "Declaration of Covenants, Conditions and Restrictions for Willow Creek Farms" (the "Declaration") to be recorded in the Official Public Records of Waller County, Texas on July 3, 2008 under Clerk's File No. 804738, which instrument imposes various covenants, conditions and restrictions upon the following real property:

Willow Creek Farms, Section One (1), a subdivision in Waller County, Texas according to the map or plat thereof recorded in Volume 1106, Page 62, of the Official Public Records of Waller County, Texas

and,

WHEREAS, the following additional land was annexed and subjected to the provisions of the Declaration by that certain instrument entitled "Declaration of Annexation [Willow Creek Farms, Section 2]" recorded in the Official Public Records of Waller County, Texas on March 4, 2011 under Clerk's File No. 1101249, which instrument annexed the following real property and subjected the real property to the provisions of the Declaration:

Willow Creek Farms, Section Two (2), a subdivision in Waller County, Texas according to the map or plat thereof recorded in Volume 1242, Page 705, of the Official Public Records of Waller County, Texas

and,

WHEREAS, the Declaration was previously amended by instrument entitled "First Amendment to the Declaration of Covenants, Conditions and Restrictions for Willow Creek Farms", recorded in the Official Public Records of Real Property of Waller County, Texas on July 25, 2011, under Clerk's File No. 1103855; and

WHEREAS, the Declaration authorizes Declarants to amend the Declaration at any time for any purpose so long as the amendment has no material adverse effect upon any right of any Owner; and

WHEREAS, Declarants desire to amend the Declaration in a manner that has no material adverse effect upon any right of any Owner;

NOW, THEREFORE, Declarants hereby amend the Declaration as follows:

1. Article I, Section 8, of the Declaration is amended to read as follows:

SECTION 8. "Properties" shall mean and refer to the real property within the jurisdiction of the Association, being (i) the Initial Property, (ii) the previously annexed property, and (iii) any additional property hereafter added to the jurisdiction of the Association. There are a total of 1,135 Lots that may be created and made a part of the Properties, the subject of this Declaration, and the jurisdiction of the Association. Declarants reserve the right to facilitate the development, construction, and marketing of the Properties and the right to direct the size, shape, and composition of the Properties until such time that all of the Lots that may be created have been made a part of the Properties, the subject of this Declaration, and the jurisdiction of the Association and have been conveyed to Owners other than Declarants.

2. Article III, Section 2, of the Declaration is amended to read as follows:

SECTION 2. BOARD OF DIRECTORS. The "Development Period" means a period during which Declarants reserve a right to facilitate the development, construction, and marketing of the Properties and a right to direct the size, shape, and composition of the Properties. During the Development Period, Declarants may appoint and remove members of the Board of Directors and officers of the Association. Provided that, on or before the 120th day after the date seventy-five percent (75%) of the Lots that may be created and made subject to this Declaration are conveyed to Owners other than Declarants, at least one-third (1/3) of the members of the Board of Directors of the Association must be elected by Owners other than Declarants. The number of positions on the Board of Directors shall be in accordance with the Bylaws of the Association; provided that, there shall never be less than three (3) positions on the Board of Directors.

3. Article III, Section 4, of the Declaration is amended to read as follows:

SECTION 4. VOTING RIGHTS. The Association shall initially have two (2) classes of membership as follows:

Class A. Class A Members shall be all persons or entities who own a Lot in the Properties with the exception of the Declarants and the Builders. After the Conversion Date, the Declarants and the Builders shall become Class A Members with respect to the Lots they own.

Class B. The Class B Members shall be the Declarants and the Builders. The Class B membership shall cease and become converted to Class A membership on the Conversion Date.

With respect to all matters submitted to the Members for a vote (including the election of Directors, but subject to the provisions of Article III, Section 2, above), Class A Members shall be entitled to one (1) vote for each Lot owned within the Properties and the Class B Members shall be entitled to five (5) votes for each Lot owned within the Properties. When two or more persons or entities hold undivided interests in any Lot, all such persons or entities shall be Members, and the vote for the Lot owned by such Members shall be exercised as they, among themselves, determine, but in no event shall more than one vote be cast with respect to each Lot in which such Members own undivided interests.

Capitalized terms used herein have the same meanings as that ascribed to them in the Declaration.


Except as amended herein, all provisions in the Declaration remain in full force and effect.

Executed on the date(s) set forth below, to be effective upon recording in the Official Public Records of Waller County, Texas.

DECLARANTS:

RH of Texas Limited Partnership,
a Maryland limited partnership

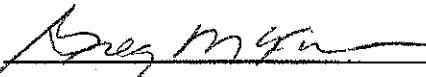
By: Ryland Homes of Texas, Inc.,
its General Partner

By: 

Print Name: Ernest Loeb

Its: V.P.

Ashton Houston Residential, L.L. C.
a Texas limited liability company

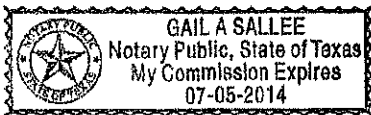
By: 

Print Name: GREG MCKENZIE

Its: V.P. LAND ACQUISITION + DEVELOPMENT

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

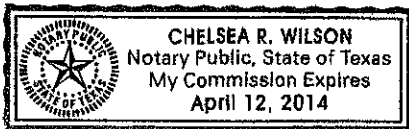
BEFORE ME, the undersigned notary public, on this day 20 of December, 2011 personally appeared Ernest Loeb V.P. of Ryland Homes of Texas, Inc., General Partner to RH of Texas Limited Partnership, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he/she executed the same for the purpose and in the capacity therein expressed.



Gail A. Sallee
Notary Public in and for the State of Texas

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned notary public, on this day 14th of December, 2011 personally appeared Greg McKenzie, VP of Land Acquisition and Development of Ashton Houston Residential, L.L.C., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he/she executed the same for the purpose and in the capacity therein expressed.



Chelsea R. Wilson
Notary Public in and for the State of Texas

Return to:
Rick S. Butler
Butler | Hailey
8901 Gaylord Drive, Suite 100
Houston, Texas 77024-3042

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FILED FOR RECORD

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DEBBIE HOLLAN
COUNTY CLERK
WALLER COUNTY, TX.
Debbie Hollan DEPUTY

17.00 ②
5.00
1.00

23.00 pd

BUTLER & HAILEY
8901 Gaylord Dr., Suite 100
HOUSTON, TX 77024

THE STATE OF TEXAS
COUNTY OF WALLER

I hereby certify that this instrument was FILED on the date and at the time stamped hereon by me and was duly RECORDED in the Official Public Records of Waller County, Texas, in the Volume and Page as noted hereon by me.



Debbie Hollan

County Clerk, Waller County, Texas