

AFTER RECORDING RETURN TO:

Boyd Highland Oaks, LP

Attn: James Johnson

9006 Dusti Drive

Dallas, TX 75340

**FIRST AMENDMENT TO
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR HIGHLAND OAKS PHASE I**

THIS FIRST AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR HIGHLAND OAKS PHASE I (the "**Amendment**") is made and entered into to be effective as of April __, 2021, by Boyd Highland Oaks, L.P., a Texas limited partnership ("**Declarant**"), and HIGHLAND OAKS H.A. INC., a Texas non-profit corporation (the "**Association**"). Capitalized terms not otherwise defined herein shall have their same meaning as in the Original Declaration.

WITNESSETH:

WHEREAS, Declarant filed that certain Declaration of Covenants, Conditions and Restrictions for Highland Oaks Phase I (the "**Original Declaration**") dated to be effective March 15, 2007, recorded on March 15, 2007, under Document No. 2007-3650, in Volume 1791, Page 497, Official Records, Wise County, Texas; and

WHEREAS, on April 13, 2021, the Association held a meeting of the Members of the Association at which time at least seventy percent (70%) of a quorum of the outstanding votes of all Members of the Association (the "**Requisite Votes**") voted to amend the Original Declaration to reinstate the Class B membership and effect other changes as set forth herein. The approval of the Members comprising the Requisite Votes is evidenced by the express written consent (the "**Consent**") of the Members attached hereto as **Exhibit A**.

WHEREAS, Declarant and the Association desire to amend the Original Declaration as provided for in Section 12.02(b).

NOW, THEREFORE, for and in consideration of the mutual covenants and agreements herein contained, the Original Declaration is amended as follows:

AGREEMENT:

1. The Class B membership is hereby reinstated and **Section 3.02** of the Original Declaration is hereby deleted and replaced with the following:

“3.02 Classes of Membership. The Association shall have two (2) classes of voting membership:

Class A. Until such time as the Declarant’s and/or Builder’s Class B membership is converted to Class A membership as provided below, the Class A Members shall be all the Members except Declarant and any Builder. Class A Members shall be entitled to one (1) vote for each Lot in which they hold the interest required for membership. When more than one person holds such interest or interests in any Lot, all such persons shall be Members, and the vote for such Lot shall be exercised as they, among themselves, determine, but in no event shall more than one vote be cast with respect to any such Lot.

Class B. The Class B Members shall be the Declarant and any builder who has acquired a Lot for the purposes of constructing a residential home thereon for sale to consumers (a “**Builder**”). Declarant shall be entitled to cast eight (8) votes for each Lot owned by Declarant and/or any Builder. Without limiting the rights of Declarant as stated in the foregoing sentence, Class B Members other than Declarant shall be non-voting Members of the Association. The Class B membership shall cease, and each Class B Member shall become a Class A Member effective upon the earlier of (a) the date neither Declarant nor any Builder owns record title to any of the Lots; or (b) thirty-six (36) months after the effective date of this Amendment.

Notwithstanding the voting rights within the Association, until the Declarant no longer owns record title to any Lot, the Association shall take no action with respect to any matter whatsoever without the prior written consent of the Declarant.”

2. **Section 9.13(a)** of the Original Declaration is hereby deleted and replaced with the following:

“(a) **Portable Toilets.** A portable toilet for each house will be required during building construction; provided, however, the portable toilet may be shared (with only one portable being required) by and between homes under construction by Builder and located adjacent to or across the street from any other home under construction by Builder.”

3. **Section 9.13(c)** of the Original Declaration is hereby deleted and replaced with the following:

“(c) **Framing & Roofing Requirements; Exterior Paint.** The buildings constructed on the Lots must have a two ply composition roof and color must be weathered wood, antique slate, light gray or black with a thickness/weight of approximately 280# per square. The Architectural Control Committee must approve any other color. The Architectural Control Committee will only approve roofing materials which are of the highest grade and quality and which are consistent with the subdivision. The primary or predominant roof pitch of the front and side of any home shall be a minimum of 10:12; provided, however, (i) “accent” shed roof designs, including front porches, with roof pitches as low as 6:12 shall be permitted on the front of the home, and (ii) the back of the home may be constructed with a roof pitch as low as 6:12 in order to cause the home to present properly from the street and/or accommodate or ease the overall roof design so long as any 6:12 pitch in the back of a home located on any Lot other than a corner Lot shall not be visible from the front or side of the Lot unless approved by the Architectural Control Committee. The predominant first floor plate line shall be ten (10) feet on all Lots in Blocks A, F, G, H, I and J. All Lots in Blocks B, C and D shall have a primary first floor plate line of nine (9) feet. The Architectural Control Committee must approve any deviation of roof pitch from the requirements set forth herein in writing. The exterior surface of the home, regardless of material type, may be painted or stained; provided, however, the exterior paint and stain colors shall be subject to the written approval of the Architectural Control Committee, such approval not to be unreasonably withheld.”

4. **Section 9.13(i)** of the Original Declaration is hereby deleted in its entirety.
5. The third sentence of **Section 9.15** of the Original Declaration is hereby deleted and replaced with the following:

“J entry garages are allowed. All garage doors must be constructed of solid wood or insulated metal.”

6. The following provision is added as **Section 12.02(c)** to the Original Declaration and shall apply to changes and amendments made after the Effective Date of this Amendment:

“(c) Notwithstanding (a) and (b) above, any amendment or change to the Construction Requirements set forth in **Section 9.13** of the Declaration must be approved by the unanimous vote of the outstanding Members of the Association, regardless of class, that cast a vote at any meeting at which a quorum is present and the Declarant (if the Declarant still owns any Lots within the subdivision).”

7. Except as amended herein, the terms and conditions of the Original Declaration shall continue in full force and effect and are hereby ratified in their entirety.

8. This Amendment shall run with and bind the land subject to the Original Declaration.

9. This Amendment may be executed in multiple counterparts and by facsimile, each of which shall constitute an original, but all of which together shall constitute but one instrument.

10. In the event of any conflict or inconsistency between the provisions of this Amendment and the provisions of the Original Declaration, the provisions of this Amendment shall govern and control to the extent of such conflict or inconsistency.

[SIGNATURES TO FOLLOW]

IN WITNESS WHEREOF, the Declarant and the Association have executed this Amendment to be effective as of the date first written above.

DECLARANT:

BOYD HIGHLAND OAKS, LP,
a Texas limited partnership

By: BOYD HIGHLAND OAKS GP GP, LLC,
a Texas limited liability company
its General Partner

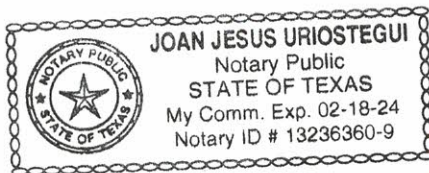
By: *James Johnson*
Title: James Johnson, Managing Member

STATE OF TEXAS §
 §
COUNTY OF Dallas §

Before me on this day personally appeared James Johnson, Managing Member of Boyd Highland Oaks GP GP, LLC, the General Partner of BOYD HIGHLAND OAKS, LP, a Texas limited partnership, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed, and in the capacity therein stated.

Given under my hand and seal of office this 14 day of April, 2021.

SEAL



Joan Uriostegui
Notary Public In and for the State of Texas

ASSOCIATION:

HIGHLAND OAKS H.A. INC.,
a Texas non-profit corporation

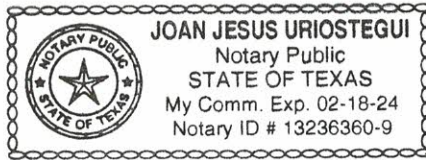
By: James Johnson
Printed name: James Johnson
Title: President

STATE OF TEXAS §
 §
COUNTY OF Dallas §

Before me on this day personally appeared
James F. Johnson, the President
of HIGHLAND OAKS H.A. INC., a Texas non-profit corporation, known to me to be the person
and officer whose name is subscribed to the foregoing instrument and acknowledged to me that
he executed the same for the purposes and consideration therein expressed, and in the capacity
therein stated.

Given under my hand and seal of office this 14 day of April, 2021.

SEAL



Joan Uriostegui
Notary Public In and for the State of Texas

EXHIBIT A

[see attached]

**CERTIFIED RESOLUTIONS
ADOPTED AT A MEETING OF THE MEMBERS
OF HIGHLAND OAKS H.A., INC..**

Effective as of April ____, 2021

WHEREAS on April 13, 2021 (the "**Effective Date**"), Highland Oaks H.A., Inc., a Texas non-profit corporation (the "**Association**") held a duly called meeting of the Members of the Association to discuss and vote upon the terms and provisions set forth in the proposed First Amendment to the Declaration of Covenants, Conditions and Restrictions (the "**First Amendment**").

WHEREAS Declarant and Members entitled to cast, or of proxies entitled to cast, a majority of the votes of all Members, regardless of class, were present at the meeting, thereby constituting a quorum pursuant to Section 3.03(b) of the Declaration of Covenants, Conditions and Restrictions (the "**Declaration**").

WHEREAS, Section 12.02(b) of the Declaration provides that the Declaration may be amended or changed upon the express written consent of at least (70%) of a quorum of the outstanding votes of all Members of the Association, regardless of class, and the Declarant (if the Declarant then owns any Lots within the subdivision).

WHEREAS at the time of the meeting, a written vote was taken and (i) _____ votes (the "**Affirmative Votes**") were cast in writing signed by the Member or proxyholder casting same consenting to the approval and adoption the First Amendment, and (ii) _____ votes were cast in writing signed by the Member or proxyholder casting same objecting to the approval and adoption of the First Amendment.

WHEREAS, Declarant has consented to the approval and adoption of the First Amendment.

WHEREAS, the Affirmative Votes constitute the written consent of at least seventy percent (70%) of a quorum of the outstanding votes of all Members of the Association present at the duly called meeting.

WHEREAS, the undersigned, Christine Rust, as the duly elected, qualified and acting Secretary of the Association, hereby certifies on behalf of the Association that the following resolutions were duly adopted by the Members of the Association at a meeting of the Members held on April 13, 2021:

RESOLVED, that the Association's Class B membership shall be and is hereby reinstated and the terms and provisions of the First Amendment attached hereto as **Exhibit A** and incorporated for all purposes herein are hereby adopted and approved.

RESOLVED, that the First Amendment shall be recorded in the real property records of Wise County, Texas by the Association.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as Secretary on behalf of the Association to be effective as of April 13, 2021.

Christine Rust
Christine Rust, Secretary