

01-01020318-CBack

EXHIBIT "A"

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**ACKNOWLEDGMENT OF OFFICERS OF THE BOARD
OF
REGENTS HILLS HOMEOWNERS ASSOCIATION, INC.**

The undersigned ("Affiants") hereby certify that Affiants are the duly elected and acting President and Secretary of Regents Hills Homeowners Association, Inc., a Texas non-profit corporation ("Company"), and are authorized to execute and deliver this Certificate, and Affiants further certify as follows:

1. That Toll TX, L.P., a Texas limited partnership, did have the requisite number of votes required under Article 6, Section 6.2(a) to execute the Second Amendment to Regents Hills Declaration of Covenants, Conditions and Restrictions, which states, in pertinent part, as follows

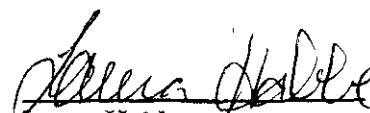
A. Article 2, Section 2 1(d) of the Declaration, as amended by the First Amendment is hereby deleted in its entirety.

B. Except as specifically provided in this Second Amendment, the terms of the Declaration and First Amendment which do not conflict with this Second Amendment continue to encumber the Property, and all terms of the Declaration and First Amendment as amended by this Second Amendment, which do not conflict and/or are consistent remain in full force and effect. If there is any conflict or inconsistency between this Second Amendment and the Declaration or First Amendment, this Second Amendment will control and modify the Declaration and First Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 22 day of August
2001

AFFIANT


Daniel J. Brouillette
President of the Board
Regents Hills Homeowners Association, Inc.


Laura Habbe
Secretary of the Board
Regents Hills Homeowners Association, Inc.

(Notary execution on following page)

STATE OF TEXAS
COUNTY OF TRAVIS

This instrument was acknowledged before me on the 22 day of August, 2001, by Daniel J. Brouillette, as the President of the Board of Regents Hills Homeowners Association, Inc.

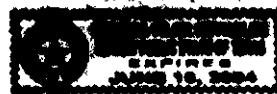


**NOTARY IN AND FOR THE
STATE OF TEXAS**

Sebrina Reynolds
(stamped or printed name of notary)
My commission expires June 16, 2004

STATE OF TEXAS §
COUNTY OF TRAVIS §

This instrument was acknowledged before me on the 12 day of August, 2001, by Laura Habbe, as the Secretary of the Board of Regents Hills Homeowners Association, Inc.



NOTARY IN AND FOR THE
STATE OF TEXAS

Sebrina Reynolds
(stamped or printed name of notary)
My commission expires June 16, 2004

**SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND
RESTRICTIONS
REGENTS HILLS**

STATE OF TEXAS

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KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF TRAVIS

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THAT, WHEREAS, an instrument entitled "Regents Hills Declaration of Covenants, Conditions and Restrictions" (the "Declaration"), recorded on February 6, 2001, in Document No. 2001018577, Official Public Records, Travis County, Texas; and

WHEREAS, the Declaration was amended by that certain "First Amendment to Declaration of Covenants, Conditions and Restrictions Regents Hills" (the "First Amendment") dated February 28, 2001, recorded under Document No. 2001032343, Official Public Records, Travis County, Texas, amending Section 2.1(d) of the Declaration, among other things; and

WHEREAS, Article 6, Section 6.2(a) of the Restatement provides that the Declaration may be amended by the Declarant alone so long as Declarant owns at least one (1) Lot in the Association (as that term is defined in the Declaration). Further, Article 6, Section 6.2(a) provides that the amendment by Declarant shall be effective when there has been recorded in the Official Public Records of Travis County, Texas, an instrument executed and acknowledged by Declarant setting forth the amendment, and an instrument executed and acknowledged by the President and Secretary of the Board (as defined by the Declaration) certifying that Declarant had the requisite number of votes for such amendment; and

WHEREAS, Declarant holds at least one (1) Lot in the Association; and

WHEREAS, Declarant desires that this Amendment serve as the instrument executed and acknowledged by Declarant setting forth the amendment to the Declaration; and

WHEREAS, as shown on Exhibit "A", attached hereto and incorporated for all purposes, the President and Secretary of the Board have certified that Declarant had the requisite number of votes required in Article 6, Section 6.2(a) to execute this Amendment; and

WHEREAS, Declarant desires to amend the Declaration to delete Article II, Section 2.1(d) from the Declaration;

NOW THEREFORE, for and in consideration of Ten and NO/100 Dollars (\$10.00) and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Declaration is hereby amended as follows:

1. Article 2, Section 2.1(d) of the Declaration, as amended by the First Amendment is hereby deleted in its entirety.
2. Except as specifically provided in this Second Amendment, the terms of the Declaration and First Amendment which do not conflict with this Second Amendment continue to encumber the Property, and all terms of the Declaration and First Amendment as amended by this Second Amendment, which do not conflict and/or are consistent remain in full force and effect. If there is any conflict or inconsistency between this Second Amendment and the Declaration or First Amendment, this Second Amendment will control and modify the Declaration and First Amendment.

EXECUTED on this the 22 day of August, 2001.

DECLARANT:

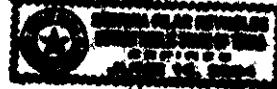
Toll TX, L.P., A Texas limited partnership

BY: Toll TX GP Corp., a Delaware Corporation, as General Partner

By Robert Brundage
Name: Robert T. Brundage
Title: L.P.

STATE OF TEXAS \$
COUNTY OF TRAVIS \$
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This instrument was acknowledged before me on the 22 day of August, 2001, by Don Brouillette, as the Vice President of Toll TX, GP Corp., a Delaware Corporation, General Partner of Toll TX L.P., a Texas limited partnership, on behalf of said entity.



NOTARY IN AND FOR THE
STATE OF TEXAS

Sebrina Reynolds
(stamped or printed name of notary)
My commission expires: June 16, 2004

AFTER RECORDING RETURN TO:

STEWART TITLE AUSTIN, INC.
1313 Ranch Road 620 South
Suite 101
Austin, Texas 78734

Attn. Cathy Bade

FILED AND RECORDED
OFFICIAL PUBLIC RECORDS

One Beaufort

08-23-2001 02 00 PM 2001142229
FORDL \$17 00
DANA DEBEAUVOIR, COUNTY CLERK
TRAVIS COUNTY, TEXAS