

SUPPLEMENT TO DECLARATION OF COVENANTS
FOR HIGHLAND OAKS PHASES I, II, III AND IV, KELLER, TEXAS

THE STATE OF TEXAS

COUNTY OF TARRANT

§
§ KNOW ALL MEN BY THESE PRESENTS:
§

WHEREAS, Highland Oaks Homeowner's Association, Inc. (the "Association") desires to supplement the Declaration of Covenants, Conditions and Restrictions for Highland Oaks Phases I, II, III, and IV, previously having been filed of record in Volume 8457, Page 515, Volume 9254, Page 1687, Volume 10205, Page 2269, and Volume 11574, Page 874, of the Official Real Property Records of Tarrant County, Texas (collectively referred to herein as the "Restrictions") concerning the real property described as follows (the "Addition"):

Highland Oaks, Section One, an addition to the City of Keller, Tarrant County, Texas, according to the map or plat thereof recorded in Volume 388-191, Page 56 of the Plat Records of Tarrant County, Texas;

Highland Oaks, Phase 2, an addition to the City of Keller, Tarrant County, Texas, according to the map or plat thereof recorded in Volume 388-215, Page 34 of the Plat Records of Tarrant County, Texas;

Highland Oaks, Phase 3, an addition to the City of Keller, Tarrant County, Texas, according to the map or plat thereof recorded in the Plat Records of Tarrant County, Texas; and

Highland Oaks, Phase 4, an addition to the City of Keller, Tarrant County, Texas, according to the map or plat thereof recorded in the Plat Records of Tarrant County, Texas.

WHEREAS, the Owners in the Addition have been notified of the following proposed supplement to the Restrictions (the "Supplement"):

Common Area Maintenance – The Maintenance of common areas, referred herein, shall be the responsibility and duty of the Highland Oaks Homeowners Association, a Texas Non-Stock, Non-Profit Corporation, Charter Number 012749878-01 hereafter referred to as the Association. The Association shall have the right to assess the residents of The Addition an annual fee to cover the cost of said maintenance based on a prorated share for each lot so owned. The Association shall determine this fee at its annual general meeting and in the process defined by its charter.

Enforcement – All residents of The Addition shall be required to pay this annual fee within 30 days of its assessment and The Association shall have all rights, privileges and responsibilities to collect this fee including, but not limited to, any interest, liens and legal costs incurred. The association shall have the right to assess interest, at the rate of 12% per annum to any Owner failing to pay the fee within 30 days of its assessment. The Association shall have the right to assess

any costs associated with the collection of delinquent fees, up to and including the creation and subsequent release of liens against the Owner's lot.

Exemptions – All Owners, as herein defined, of record on or before June 30, 2003 shall be exempt from the payment of the common area maintenance fees.

WHEREAS, the Owners in the Addition have been given the opportunity to vote for/against the Supplement to the Restrictions;

WHEREAS, the Supplement was approved by the votes submitted from the Owners;

NOW, THEREFORE, the Association has adopted the following language as a supplement to all of the Restrictions described herein concerning the Addition described herein and amends all of the Restrictions by adding the following provisions to all of the Restrictions:

Section 3.15a Common Area Maintenance – The Maintenance of common areas, referred herein, shall be the responsibility and duty of the Highland Oaks Homeowners Association, a Texas Non-Stock, Non-Profit Corporation, Charter Number 012749878-01 hereafter referred to as the Association. The Association shall have the right to assess the residents of The Addition an annual fee to cover the cost of said maintenance based on a prorated share for each lot so owned. The Association shall determine this fee at its annual general meeting and in the process defined by its charter.

Section 3.15b Enforcement – All residents of The Addition shall be required to pay this annual fee within 30 days of its assessment and The Association shall have all rights, privileges and responsibilities to collect this fee including, but not limited to, any interest, liens and legal costs incurred. The association shall have the right to assess interest, at the rate of 12% per annum to any Owner failing to pay the fee within 30 days of its assessment. The Association shall have the right to assess any costs associated with the collection of delinquent fees, up to and including the creation and subsequent release of liens against the Owner's lot.

Section 3.15c Exemptions – All Owners, as herein defined, of record on or before June 30, 2003 shall be exempt from the payment of the common area maintenance fees.

FURTHERMORE, as supplemented hereby, the provisions of the Covenants shall continue in full force and effect. In the event of an inconsistency between this Supplement to Declaration of Covenants and the terms of the Restrictions, this Supplement to Declaration of Covenants shall govern. This Supplement is and shall be an amendment to each of the Restrictions and shall be effective as of June 20, 2003.

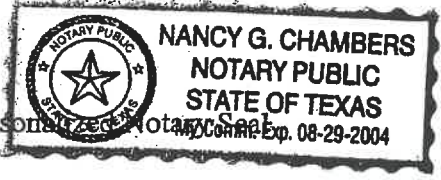
HIGHLAND OAKS HOMEOWNERS ASSOCIATION, INC.

By: [Signature]
It's: PRESIDENT

THE STATE OF TEXAS §
 §
COUNTY OF TARRANT §

Before me the undersigned Notary on this day personally appeared Eric Robinson, as President of Highland Oaks Homeowners Association, a Texas Non-Stock, Non-Profit Corporation, 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 purposes and consideration therein expressed, on behalf of said entity.

Given under my hand and official seal of office on this the 30th day of June, 2003.



Nancy G. Chambers
Notary Public in and for the State Of Texas

AFTER RECORDING RETURN TO:

HIGHLAND OAKS HOMEOWNERS ASSOCIATION
P.O. BOX 1652
KELLER, TX 76244

PREPARED IN THE LAW OFFICE OF:

MORRISON, CLINAGE & COX, PLLC
2011 E. Lamar Blvd., Suite 200
Arlington, Texas 76006