

AMENDMENT OF FEBRUARY 4, 1987 TO DECLARATION OF COVENANTS,
CONDITIONS, AND RESTRICTIONS FOR
HIGHLAND SHORES OWNERS' ASSOCIATION

REAL PROPERTY RECORDS

8029

This Amendment to Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners' Association (the "Amendment") is made as of the 4th day of February, 1987 by Highland Shores, Inc., a Delaware corporation, qualified to do business in Texas (hereinafter referred to as "Declarant");

WITNESSETH:

WHEREAS, Declarant is presently the owner of certain real property described below in this Amendment (the "Property"), all as located in the City of Highland Village, County of Denton, State of Texas; and

WHEREAS, pursuant to Article VIII, Section 1, of that certain Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners' Association, recorded in Volume 1330, Page 46, et seq. of the Real Property Records of Denton County, Texas (the "Declaration") as amended by instrument dated June 29, 1984, recorded in Volume 1433, Page 691, et seq. of said Real Property Records, and further amended by instrument dated April 9, 1985, recorded in Volume 1611, Page 451 et seq. of said Real Property Records, Denton County, Texas, Declarant has the unilateral right, privilege, and option at any time until the year 2003 to subject all property owned by Declarant to the provisions of the Declaration and to the jurisdiction of the Highland Shores Owners' Association, Inc., a Texas non-profit corporation (the "Association"), by filing in the Deed Records of Denton County, Texas, an amendment to the Declaration annexing the Property; and

WHEREAS, Declarant now desires to amend the Declaration to annex and subject the Property to the provisions of the Declaration and

the jurisdiction of the Association pursuant to such authority;

NOW THEREFORE, Declarant hereby declares that all the following described property is hereby annexed and made subject to the Declaration and the jurisdiction of the Association;

Being all of Lot 1, Block CF, Highland Shores Phase III, Section B, an addition to the City of Highland Village as replatted according to the Plat filed in File 71088, Cabinet F, Pages 354-355 of the Map and Plat Records of Denton County, Texas.

IN WITNESS WHEREOF, THE UNDERSIGNED DECLARANT HAS EXECUTED THIS AMENDMENT AS OF FEBRUARY 4th, 1987.

HIGHLAND SHORES, INC.,
a Delaware corporation

By: F.P. Day, Jr.
Fairfield P. Day, Jr., President

STATE OF TEXAS S

COUNTY OF DENTON S

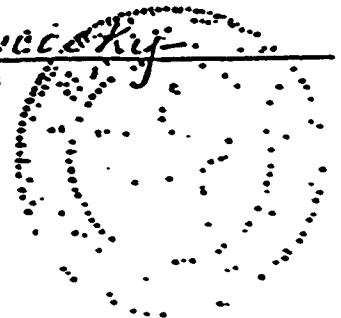
This instrument was acknowledged before me this 6th day of February 1987, by Fairfield P Day, Jr., President of Highland Shores, Inc., a Delaware corporation, on behalf of said corporation.

 Shelley J. Zimocksky
NOTARY PUBLIC, STATE OF TEXAS

 Shelley J. Zimocksky
Notary's Printed Name



SHELLEY J. ZIMOCKSKY
NOTARY PUBLIC, STATE OF TEXAS
MY COMMISSION EXPIRES 02-01-1990



My Commission Expires

AFTER RECORDING, RETURN TO:

W. Edward Walts, II
Strasburger & Price
4300 InterFirst Plaza
901 Main Street, LB 175
Dallas, Texas 75250

APPROVED AND CONSENTED TO:



Deanna L. Seal, Individually
and d/b/a DKH Academy

11

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8029

FILED FOR RECORD

87 FEB - 92 AM 8:54

County Clerk, Danion County, TEX.

By: *[Signature]* County Clerk

95

VOL 2083 PAGE

2083/92

COUNTY OF DENION

STATE OF TEXAS

COUNTY CLERK, Denion County, Texas

hereby certify that the instrument was filed for record on the date and time stated hereon by the official recorded in the records of Denion County, Texas as stamped hereon by me.

FEB 9 1987

[Signature]



COUNTY CLERK, Denion County Texas

AMENDMENT OF APRIL 15, 1987
TO DECLARATION OF COVENANTS, CONDITIONS, AND
RESTRICTIONS FOR HIGHLAND SHORES OWNERS ASSOCIATION

This Amendment of Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association (the "Corrective Instrument") is made as of the 15th day of April, 1987, by Highland Shores, Inc., a Delaware corporation, qualified to do business in Texas (hereinafter referred to as "Declarant");

W I T N E S S E T H:

WHEREAS, Declarant is presently the owner of certain real property described below in this Amendment, designated as Highland Shores Phase 4P (the "Property"), all as located in the City of Highland Village, County of Denton, State of Texas; and

WHEREAS, pursuant to Article VIII, Section 1, of that certain Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association, recorded at Volume 1330, Page 46 of the Real Property Records of Denton County, Texas (the "Declaration"), as amended by instrument dated June 29, 1984, recorded at Volume 1433, Page 691 of the Real Property Records of Denton County, Texas, by instrument dated April 9, 1985, recorded at Volume 1611, Page 451 of the Real Property Records, Denton County, Texas, by instrument dated March 24, 1986, recorded at Volume 1847, Page 836 of the Real Property Records, Denton County, Texas, and by instrument dated February 4, 1987 and recorded in the Real Property Records, Denton County, Texas, and

as corrected by instrument dated as of November 26, 1986 and recorded in Volume 2107, Page 101 of the Real Property Records, Denton County, Texas, Declarant has the unilateral right, privilege, and option at any time until the year 2003, to subject to the provisions of the Declaration and the jurisdiction of Highland Shores Owners Association, Inc., a Texas nonprofit corporation ("Association"), all of the Property by filing in the Deed Records of Denton County, Texas, an amendment to the Declaration annexing the Property; and

WHEREAS, Declarant now desires to amend the Declaration to annex and subject the Property to the provisions of the Declaration and the jurisdiction of the Association pursuant to said authority;

NOW, THEREFORE, Declarant hereby declares that all of the following described Property is hereby annexed and made subject to the Declaration and the jurisdiction of the Association:

All that certain real property situated in the City of Highland Village, Denton County, Texas, described as follows:

Lots 1 through 18 in Block DA, Lots 1 through 9 in Block DB, Lots 1 through 19 in Block DC, Lots 1 through 3 in Block DD, Lots 1 through 4 in Block DE, lots 1 through 17 in Block DF, Lots 1 through 13 in Block DG, Lots 1 and 2 in Block DH, Lot 1 in Block DI, Common Green numbers 17 through 22, and all reversionary interest, if any, in Hidden Oak Court, Glen Ridge Drive, Rosedale Street, Park View, Timber Crest Lane, and Highland Shores Boulevard which may exist after such roadways have been accepted for dedication by the City of Highland Village, Texas, all as set forth on that certain subdivision plat captioned "Highland Shores Phase 4", recorded in Cabinet G, Pages 55 through 57, Plat Records, Denton County, Texas on April 9, 1987.

IN WITNESS WHEREOF, the undersigned Declarant has executed this Amendment to the Declaration as of the date first above written. **Vol. 2138:336**

HIGHLAND SHORES, INC.,
a Delaware corporation

By: *F.P. Day, Jr.*
FAIRFIELD P. DAY, JR.
President

STATE OF TEXAS §
 §
COUNTY OF DENTON §

This instrument was acknowledged before me on this 21st day of April, 1987 by FAIRFIELD P. DAY, JR., President of HIGHLAND SHORES, INC., a Delaware corporation, on behalf of said corporation.

Sharon T. Zimbeck
Notary Public, State of Texas
Notary's Printed Name:
Sharon T. Zimbeck

My Commission Expires
NOTARY PUBLIC - STATE OF TEXAS
MY COMMISSION EXPIRES 1-1-89



AFTER RECORDING TO:

Beth Pace Baker
Post Office Box 50100
Dallas, Texas 75250

BPB/6/04-09
59137-102

53271

AMENDMENT OF SEPTEMBER 28, 1987,
TO DECLARATION OF COVENANTS, CONDITIONS, AND
RESTRICTIONS FOR HIGHLAND SHORES OWNERS ASSOCIATION

This Amendment to Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association (the "Amendment") is made as of the 28th day of September, 1987, by Highland Shores, Inc., a Delaware corporation, qualified to do business in Texas (hereinafter referred to as "Declarant");

W-I-T-N-E-S-S-E-T-H:

WHEREAS, Declarant is presently the owner of certain real property described below in this Amendment designated as Highland Shores Phase 4-L (the "Property"), all as located in the City of Highland Village, County of Denton, State of Texas; and

WHEREAS; pursuant to Article VIII, Section 1, of that certain Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association, recorded at Volume 1330, Page 46 of the Real Property Records of Denton County, Texas (the "Declaration"), as amended by instrument dated June 29, 1984, recorded at Volume 1433, Page 691 of the Real Property Records of Denton County, Texas, by instrument dated April 9, 1985, recorded at Volume 1611, Page 451 of the Real Property Records, Denton County, Texas, by instrument dated March 24, 1986, recorded at Volume 1847, Page 836 of the Real Property Records, Denton County, Texas, by instrument dated February 4, 1987 and recorded in the Real Property Records, Denton County, Texas, by instrument dated April 15, 1987, recorded at Volume 2138, Page 934 of the Real Property Records, Denton County, Texas, and as corrected by

instrument dated as of November 26, 1986 and recorded in Volume 2107, Page 101 of the Real Property Records, Denton County, Texas, Declarant has the unilateral right, privilege, and option at any time until the year 2003, to subject to the provisions of the Declaration and the jurisdiction of Highland Shores Owners Association, Inc., a Texas nonprofit corporation ("Association"), all of the Property by filing in the Deed Records of Denton County, Texas, an amendment to the Declaration annexing the Property; and.

WHEREAS, Declarant now desires to amend the Declaration to annex and subject the Property to the provisions of the Declaration and the jurisdiction of the Association pursuant to said authority;

NOW, THEREFORE, Declarant hereby declares that all of the following described Property is hereby annexed and made subject to the Declaration and the jurisdiction of the Association:

All that certain real property situated in the City of Highland Village, Denton County, Texas, described as follows:

Lots 1 through 11 in Block EA, and Lots 1 through 9 in Block EB, Common Green number 23, and all reversionary interest, if any, in Remington Drive, which may exist after such roadways have been accepted for dedication by the City of Highland Village, Texas, all as set forth on that certain subdivision plat captioned "Highland Shores Phase 4-L," recorded in Cabinet "G," Slide 155, Plat Records, Denton County, Texas.

IN WITNESS WHEREOF, the undersigned Declarant has executed this Amendment to the Declaration as of the date first above written.

HIGHLAND SHORES, INC., a Delaware corporation

By: [Signature]
FAIRFIELD P. DAY, JR.
President

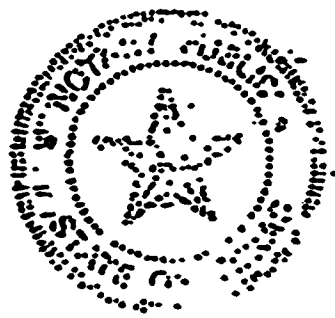
STATE OF TEXAS

COUNTY OF DENTON

This instrument was acknowledged before me on this 20th day of September, 1987 by FAIRFIELD P. DAY, JR., President of HIGHLAND SHORES, INC., a Delaware corporation, on behalf of said corporation.

[Signature]
Notary Public, State of Texas
Notary's Printed Name:
Shelley J. Zircosky

My Commission Expires:
SHELLEY J. ZIRCOSKY
NOTARY PUBLIC & STATE OF TEXAS
My Commission Expires: 1989



AFTER RECORDING TO:

Beth Pace Baker
Post Office Box 50100
Dallas, Texas 75250

STATE OF TEXAS §
COUNTY OF DENTON §

REAL PROPERTY RECORDS

AMENDMENT OF FEBRUARY 11, 1988
TO DECLARATION OF COVENANTS, CONDITIONS, AND
RESTRICTIONS FOR HIGHLAND SHORES OWNERS ASSOCIATION 3967

This Amendment to Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association (this "Amendment") is made as of the 11th day of February, 1988, by Highland Shores, Inc., a Delaware corporation, qualified to do business in Texas ("Declarant");

W I T N E S S E T H :

WHEREAS, Declarant is presently the owner of certain real property described below in this Amendment designated as Highland Shores Phase 5-L (the "Property"), all as located in the City of Highland Village, County of Denton, State of Texas; and

WHEREAS, pursuant to Article VIII, Section 1, of that certain Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association, recorded at Volume 1330, Page 46 of the Real Property Records of Denton County, Texas (the "Declaration"), as amended by instrument dated June 29, 1984, recorded at Volume 1433, Page 691 of the Real Property Records of Denton County, Texas, by instrument dated April 9, 1985, recorded at Volume 1611, Page 451 of the Real Property Records, Denton County, Texas, by instrument dated March 24, 1986, recorded at Volume 1847, Page 836 of the Real Property Records, Denton County, Texas, by instrument dated February 4, 1987 and recorded in the Real Property Records, Denton County, Texas, by instrument dated April 15, 1987, recorded at Volume 2138, Page 934 of the Real Property Records, Denton County, Texas, and by instrument dated September 28, 1987, recorded at Volume 2250, Page 003 of the Real Property Records, Denton County, Texas, and as corrected by instrument dated as of November 26, 1986 and recorded in Volume 2107, Page 101 of the Real Property Records, Denton County, Texas, Declarant has the unilateral right, privilege, and option at any time until the year 2003, to subject to the provisions of the Declaration and the jurisdiction of Highland Shores Owners Association, Inc., a Texas nonprofit corporation (the "Association"), all of the Property by filing in the Deed Records of Denton County, Texas, an amendment to the Declaration annexing the Property; and

WHEREAS, Declarant now desires to amend the Declaration to annex and subject the Property to the provisions of the Declaration and the jurisdiction of the Association pursuant to said authority.

NOW, THEREFORE, Declarant hereby declares that all of the following described Property is hereby annexed and made subject to the Declaration and the jurisdiction of the Association:

All of that certain real property situated in the City of Highland Village, Denton County, Texas described as follows:

Lots 12 through 26 in Block EA, Lots 10 through 44 in Block EB, Lots 1 through 19 in Block EC, Lots 1 through 10 in Block ED, Common Green numbers 26 and 27, and all reversionary interest, if any, in Bierstadt Drive, Leigh Court and Remington Drive, which may exist after such roadways have been accepted for dedication by the City of Highland Village, Texas, all as set forth on that certain subdivision plat captioned "Highland Shores Phase 5-L," recorded in Cabinet "G", Pages 248-250, Plat Records, Denton County, Texas.

IN WITNESS WHEREOF, the undersigned Declarant has executed this Amendment to the Declaration as of the date first above written.

HIGHLAND SHORES, INC.,
a Delaware corporation

By: SPC

FAIRFIELD P. DAY, JR.,
President

STATE OF TEXAS §
 §
COUNTY OF DENTON, §

This instrument was acknowledged before me on this 21st day of June, 1988 by FAIRFIELD P. DAY, JR., President of HIGHLAND SHORES, INC., a Delaware corporation, on behalf of said corporation.

[Handwritten Signature]

Notary Public, State of Texas
Notary's Printed Name:
HELEN J. ZIMMERMAN

My Commission Expires: SEPTEMBER 1, 1992
[Notary Seal]
SHELETT J. ZIMCISKY
NOTARY PUBLIC - STATE OF TEXAS
MY COMMISSION EXPIRES 1-1-92

AFTER RECORDING RETURN TO:

Beth Pace Baker
P. O. Box 50100
Dallas, Texas 75250

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bpb/AmndmtDCCR6/2

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STATE OF TEXAS
COUNTY OF DENTON

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§

REAL PROPERTY RECORDS

27365

AMENDMENT OF JUNE 2, 1988
TO DECLARATION OF COVENANTS, CONDITIONS, AND
RESTRICTIONS FOR HIGHLAND SHORES OWNERS ASSOCIATION

This Amendment to Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association (this "Amendment") is made as of the 2nd day of June, 1988, by Highland Shores, Inc., a Delaware corporation, qualified to do business in Texas ("Declarant");

W I T N E S S E T H :

WHEREAS, Declarant is presently the owner of certain real property described below in this Amendment designated as Highland Shores Phase 5-P (the "Property"), all as located in the City of Highland Village, County of Denton, State of Texas; and

WHEREAS, pursuant to Article VIII, Section 1, of that certain Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association, recorded at Volume 1330, Page 46 of the Real Property Records of Denton County, Texas (the "Declaration"), as amended by instrument dated June 29, 1984, recorded at Volume 1433, Page 691 of the Real Property Records of Denton County, Texas, by instrument dated April 9, 1985, recorded at Volume 1611, Page 451 of the Real Property Records, Denton County, Texas, by instrument dated March 24, 1986, recorded at Volume 1847, Page 836 of the Real Property Records, Denton County, Texas, by instrument dated February 4, 1987 and recorded in the Real Property Records, Denton County, Texas, by instrument dated April 15, 1987, recorded at Volume 2138, Page 934 of the Real Property Records, Denton County, Texas, by instrument dated September 28, 1987, recorded at Volume 2250, Page 003 of the Real Property Records, Denton County, Texas, and by instrument dated February 11, 1988, recorded in the Real Property Records of Denton County, Texas, and as corrected by instrument dated as of November 26, 1986 and recorded in Volume 2107, Page 101 of the Real Property Records, Denton County, Texas, Declarant has the unilateral right, privilege, and option at any time until the year 2003, to subject to the provisions of the Declaration and the jurisdiction of Highland Shores Owners Association, Inc., a Texas nonprofit corporation (the "Association"), all of the Property by filing in the Deed Records of Denton County, Texas, an amendment to the Declaration annexing the Property; and

WHEREAS, Declarant now desires to amend the Declaration to annex and subject the Property to the provisions of the Declaration and the jurisdiction of the Association pursuant to said authority.

NOW, THEREFORE, Declarant hereby declares that all of the following described Property is hereby annexed and made subject to the Declaration and the jurisdiction of the Association:


All of that certain real property situated in the City of Highland Village, Denton County, Texas described as follows:

Lots 1 through 41 in Block FA, Lots 1 through 24 in Block FB and Lots 1 through 39 in Block FC, Common Green numbers 24 and 25, and all reversionary interest, if any, in Glen Ridge Drive, Sunny Point Court, Rolling View Court, Meadow Bend Court, Highland Shores Boulevard, Hill Side Drive, Creek Side Way and Creek Side Court, which may exist after such roadways have been accepted for dedication by the City of Highland Village, Texas, all as set forth on that certain subdivision plat captioned "Highland Shores Phase 5-P," recorded in Cabinet "G", Pages 285-287, Plat Records, Denton County, Texas.

IN WITNESS WHEREOF, the undersigned Declarant has executed this Amendment to the Declaration as of the date first above written.

HIGHLAND SHORES, INC.,
a Delaware corporation

By: _____


FAIRFIELD P. DAY, JR.,
President

STATE OF TEXAS §
§
COUNTY OF DENTON §

This instrument was acknowledged before me on this 27th day of June, 1988 by FAIRFIELD P. DAY, JR., President of HIGHLAND SHORES, INC., a Delaware corporation, on behalf of said corporation.

[Handwritten Signature]

Notary Public, State of Texas
Notary's Printed Name:
[Handwritten Name]

My Commission Expires:
[Stamp] SHELLEY J. MCCESKY
NOTARY PUBLIC - STATE OF TEXAS
MY COMMISSION EXPIRES 1-3-93

AFTER RECORDING RETURN TO:

Beth Pace Baker
P. O. Box 50100
Dallas, Texas 75250

BPB6
060188
59137-102
bpb/AmndntDCCR6/2

STATE OF TEXAS *
*
COUNTY OF DENTON *

048456

AMENDMENT OF OCTOBER 20, 1989
TO DECLARATION OF COVENANTS, CONDITIONS, AND
RESTRICTIONS FOR HIGHLAND SHORES OWNERS ASSOCIATION

This Amendment to Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association (this "Amendment") is made as of the 20th day of October, by Highland Shores, Inc., a Delaware corporation, qualified to do business in Texas ("Declarant");

W I T N E S S E T H:

WHEREAS, Declarant is presently the owner of certain real property described below in this Amendment designated as Highland Shores Phase 6-P and as Highland Shores Phase 7-C West (the "Property"), all as located in the City of Highland Village, County of Denton, State of Texas; and

WHEREAS, pursuant to Article VIII, Section 1, of that certain Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association, recorded at Volume 1330, Page 46 of the Real Property Records of Denton County, Texas, as subsequently amended (the "Declaration"), Declarant has the unilateral right, privilege, and option at any time until the year 2003, to subject to the provisions of the Declaration and the jurisdiction of Highland Shores Owners Association, Inc., a Texas nonprofit corporation (the "Association"), all of the Property by filing in the Deed Records of Denton County, Texas, an amendment to the Declaration annexing the Property; and

WHEREAS, Declarant now desires to amend the Declaration to annex and subject the Property to the provisions of the Declaration and the jurisdiction of the Association pursuant to said authority.

NOW, THEREFORE, Declarant hereby declares that all of the following described Property is hereby annexed and made subject to the Declaration and the jurisdiction of the Association:

All of that certain real property situated in the City of Highland Village, Denton County, Texas described as follows:

A. ~~Lots 1 through 33 in Block GB, Lots 1 through 6 in Block GC, Lots 1 through 19 in Block GD, Lots 1 through 10 in Block GE, Lots 1 and 2 in Block GF, Lots 1 through 40 in Block GG, Lots 1 through 15 in Block GH, Lot 1 in Block GI, Common Green Numbers 28, 29, 30 and 31,~~ through 33 in Block GB, Lots 1 through 6 in Block GC, Lots 1 through 19 in Block GD, Lots 1 through 10 in Block GE, Lots 1 and 2 in Block GF, Lots 1 through 40 in Block GG, Lots 1 through 15 in Block GH, Lot 1 in Block GI, Common Green Numbers 28, 29, 30 and 31, and all reversionary interests, if any, in Hill Side Drive, Kingwood Court, Green Oak Court, Creek Side Way, Elm Tree Lane, Quail Ridge Court, Fernwood Court, Fernwood Drive, and Woodside Drive, which may exist after such roadways have been accepted for dedication by the City of Highland Village, Texas, all as set forth on that certain subdivision plat captioned "Highland Shores Phase 6-P," recorded in Cabinet H, Pages 110-113, Plat Records, Denton County, Texas.

B. Lots 1 through 44 in Block HA, Lots 1 through 4 in Block HB, Common Green Numbers 34, 35 and 36, and all reversionary interests, if any, in Hill Side Drive, Oak Hollow ~~Drive~~, Oak Leaf Court, Timber Way and Timber Bend, which may exist after such roadways have been accepted for dedication by the City of Highland Village, Texas, all as set forth on that certain subdivision plat captioned "Highland Shores Phase 7-C West", recorded in Cabinet H, Page 120-121, Plat Records, Denton County, Texas.

IN WITNESS WHEREOF, the undersigned Declarant has executed this Amendment to the Declaration as of the date first above written.

HIGHLAND SHORES, INC.
a Delaware corporation

By: SPF: CUI.
FAIRFIELD P. DAY, JR.
President

STATE OF TEXAS §
 §
COUNTY OF DENTON §

RECORDED

11936

AMENDMENT OF MARCH 13, 1990
TO DECLARATION OF COVENANTS, CONDITIONS, AND
RESTRICTIONS FOR HIGHLAND SHORES OWNERS ASSOCIATION

This Amendment to Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association (this "Amendment") is made as of the 13th day of March, 1990 by Highland Shores, Inc., a Delaware corporation, qualified to do business in Texas ("Declarant");

W I T N E S S E T H :

WHEREAS, Declarant is presently the owner of certain real property described below in this Amendment designated as Highland Shores Phase 7-L (the "Property"), all as located in the City of Highland Village, County of Denton, State of Texas; and

WHEREAS, pursuant to Article VIII, Section 1, of that certain Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association, recorded at Volume 1330, Page 46 of the Real Property Records of Denton County, Texas, as subsequently amended (the "Declaration"), Declarant has the unilateral right, privilege, and option at any time until the year 2003, to subject to the provisions of the Declaration and the jurisdiction of Highland Shores Owners Association, Inc., a Texas nonprofit corporation (the "Association"), all of the Property by filing in the Deed Records of Denton County, Texas, an amendment to the Declaration annexing the Property; and

WHEREAS, Declarant now desires to amend the Declaration to annex and subject the Property to the provisions of the Declaration and the jurisdiction of the Association pursuant to said authority.

NOW, THEREFORE, Declarant hereby declares that all of the following described Property is hereby annexed and made subject to the Declaration and the jurisdiction of the Association:

All of that certain real property situated in the City of Highland Village, Denton County, Texas described as follows:

Lots 27 through 36 in Block EA, Common Green Number 37, and all reversionary interests, if any, in Remington Point, which may exist after such roadways have been accepted for dedication by the City of Highland Village, Texas, all as set forth on that certain subdivision plat captioned "Highland Shores Phase 7-L", recorded in Cabinet H, Page 180-181, Plat Records, Denton County, Texas.

IN WITNESS WHEREOF, the undersigned Declarant has executed this Amendment to the Declaration as of the date first above written.

HIGHLAND SHORES, INC.
a Delaware corporation

By: *F.P. Day, Jr.*
FAIRFIELD P. DAY, JR.
President

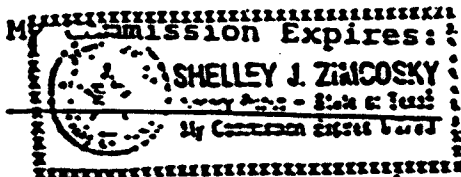
STATE OF TEXAS §
 §
COUNTY OF DENTON §

This instrument was acknowledged before me on this 12th day of March, 1990 by FAIRFIELD P. DAY, JR., President of HIGHLAND SHORES, INC., a Delaware corporation, on behalf of said corporation.

Shelley J. Zimcosky
Notary Public, State of Texas

Notary's Printed Name:

Shelley J. Zimcosky



AFTER RECORDING RETURN TO:

Beth Pace Tiggelaar
1300 First City Center
1700 Pacific Avenue
Dallas, Texas 75201

REAL PROPERTY RECORDS

AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS,
AND RESTRICTIONS FOR HIGHLAND SHORES OWNERS ASSOCIATION

THIS AMENDMENT is made this 6th day of DEC,

1984;

W I T N E S S E T H

55126

WHEREAS, on January 25, 1984, Highland Shores, Inc., a Delaware corporation qualified to do business in Texas ("Declarant"), filed that certain Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association, which is recorded in Volume 1330, Page 46, et seq., of the Real Property Records of Denton County, Texas ("Declaration"); and

WHEREAS, the Declaration has been previously amended by that instrument dated June 29, 1984, and recorded in Volume 1488, Page 881, et seq., of the Real Property Records of Denton County, Texas; and

WHEREAS, pursuant to Article XIII, Section 2 of the Declaration, the Declaration may be amended by the affirmative vote (in person or by proxy) or written consent of the members of Highland Shores Owners Association, Inc. ("Association"), including a majority of the affirmative votes or written consent of members other than the Declarant; and

WHEREAS, the Association and Declarant are desirous of amending the Declaration regarding reduction of Class "B"

votes and regarding damaged or destroyed structures, in order to satisfy certain lending requirements to facilitate financing of Unit purchases; and

WHEREAS, the members of the Association holding the required majority of the total votes in the Association have given their affirmative votes or written consent to this Amendment and the required majority of members other than Declarant have given their affirmative votes or written consent to this Amendment; and

WHEREAS, the Declarant has given its written consent hereto;

NOW, THEREFORE, the Declaration, as previously amended, is hereby further amended as follows:

1.

Article III, Section 2(b) of the Declaration is amended by deleting the words "four thousand (4,000) votes" in the second sentence thereof and substituting therefor the words "three thousand (3,000) votes" and by deleting the words "equal or exceed three thousand (3,000)" in clause (i) thereof and substituting therefor the words "equal two thousand two hundred fifty (2,250)."

2.

Article V, Section 2 of the Declaration is amended by deleting the second and third sentences thereof and substituting therefor the following:

In the event that any structure(s) on the Residential Unit are damaged or destroyed and the Owner thereof elects not to restore or rebuild such structure(s), then the Owner shall remove any ruins and clear the Residential Unit of all debris and thereafter maintain the Residential Unit in a neat and attractive condition consistent with the Community-Wide Standard. Any such work shall be subject to the application of architectural control provisions of this Declaration, the By-Laws, Rules and Regulations, or other provisions or policies of the Board or applicable committee.

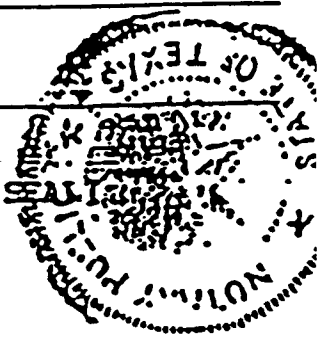
IN WITNESS WHEREOF, the undersigned officers of Highland Shores Owners Association, Inc., hereby certify that the foregoing Amendment was duly adopted by the requisite approval of the membership, as of the day and year first above written.

HIGHLAND SHORES OWNERS ASSOCIATION, INC., a Texas Corporation

By: [Signature]
President

Attest: F Vaier
Secretary

[CORPORATE SEAL]



STATE OF TEXAS

COUNTY OF DENTON

This instrument was acknowledged before me this 6th day of December, 1989, by W. K. Thurman, President of Highland Shores Owners Association, Inc., a Texas corporation, on behalf of said corporation.

[Signature]
NOTARY PUBLIC in and for the State of Texas
My Commission Expires: 12/26/92

0887G

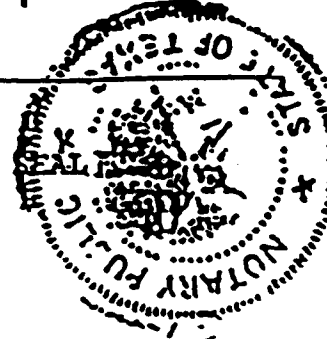
The Declarant, Highland Shores, Inc., by and through the undersigned officers; does hereby consent to and approve of the foregoing amendment to the Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association, as of the day and year first above written.

HIGHLAND SHORES, INC., a Delaware corporation

By: [Signature]
President

Attest: [Signature]
Secretary

[CORPORATE SEAL]



STATE OF TEXAS

COUNTY OF DENTON

This instrument was acknowledged before me this _____ day of _____, 19____, by _____ President of Highland Shores, Inc., a Delaware corporation, on behalf of said corporation.

[Signature]
NOTARY PUBLIC in and for the State of Texas
My Commission Expires: 11/20/02

0887G

ACKNOWLEDGMENT
INCOMPLETE

AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS,
AND RESTRICTIONS FOR HIGHLAND SHORES OWNERS ASSOCIATION

THIS AMENDMENT is made this 1st day of February,
 1984;

40349

W I T N E S S E T H

WHEREAS, on January 25, 1984, Highland Shores, Inc., a Delaware corporation qualified to do business in Texas ("Declarant"), filed that certain Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association, which is recorded in Volume 1330, Page 46, et seq., of the Real Property Records of Denton County, Texas ("Declaration"); and

WHEREAS, the Declaration has been previously amended by that instrument dated June 29, 1984, and recorded in Volume 1488, Page 881, et seq., of the Real Property Records of Denton County, Texas; and

WHEREAS, pursuant to Article XIII, Section 2 of the Declaration, the Declaration may be amended by the affirmative vote (in person or by proxy) or written consent of the members of Highland Shores Owners Association, Inc. ("Association"), including a majority of the affirmative votes or written consent of members other than the Declarant; and

WHEREAS, the Association and Declarant are desirous of amending the provisions of the Declaration regarding vehicles and parking; and

WHEREAS, the members of the Association holding the required majority of the total votes in the Association have given their affirmative votes or written consent to this Amendment and the required majority of members other than Declarant have given their affirmative votes or written consent to this Amendment; and

WHEREAS, the Declarant has given its written consent hereto;

NOW, THEREFORE, the Declaration, as previously amended, is hereby further amended as follows:

1.

Paragraph 15 of Exhibit "C" to the Declaration is amended by deleting that paragraph in its entirety and substituting therefore the following:

15. VEHICLE PARKING

Subject to the provisions of Paragraphs 16 and 17 in this Exhibit "C" below, all motor vehicles shall be parked in garages. Parking on lawns or on areas not designated for vehicular purposes is prohibited. Subject to any laws, rules or regulations promulgated by government authority, temporary parking along the side of streets is not permitted unless:

- (a) There is temporarily inadequate space in the garage or driveway (not caused by any permanent or regular or ongoing condition) to permit the vehicle to be parked therein; and
- (b) The vehicle owner and operator shall, whenever possible, cause the vehicle to be parked in the driveway or, if not available, in front of the Residential Unit of which the owner or operator is a resident, guest or invitee.

2.

Paragraph 16 of Exhibit "C" to the Declaration is amended by deleting that paragraph in its entirety and substituting therefor the following:

16. RECREATIONAL VEHICLES, BOATS

Boats, trailers, recreational vehicles, buses, camp rigs off truck, or boat rigging or other similar items shall not be parked or stored on any public street or right-of-way, or on any Residential Unit lot, unless such item or vehicle (i) is totally enclosed within a closed garage on the Residential Unit; or (ii) is screened from view of adjoining Residential Units, streets and the Common area with a six (6) foot high fence approved in accordance with paragraph 6 above and Article XI of the Declaration; or (iii) except and only to the extent and under such terms and conditions as otherwise may be expressly provided by the Board.

3.

Paragraph 17 of Exhibit "C" to the Declaration is amended by deleting it in its entirety and substituting therefor the following:

17. COMMERCIAL VEHICLES

No commercial vehicles shall be parked or stored on any public street or right-of-way, or on any driveway or lawn or otherwise on any Residential Unit lot, unless such commercial vehicle is totally enclosed within a closed garage on the Residential Unit; except that such commercial vehicles may be parked temporarily on the driveway of a Residential Unit lot during normal business hours solely for purposes of a business servicing that Residential Unit and only during such period of servicing. A commercial vehicle is defined as any vehicle with

commercial writing on its exterior, or any motor vehicle or trailer of a type generally used in a trade or business or otherwise for commercial purposes including, without limitation, tractors, trucks, and trailers, (but specially excluding passenger automobiles, pickup trucks of one tone or less, and small passenger vans, without commercial writings on their exteriors, these being subject to paragraphs 15 and 16 above in this Exhibit "C").

IN WITNESS WHEREOF, the undersigned officers of Highland Shores Owners Association, Inc., hereby certify that the foregoing Amendment was duly adopted by the requisite approval of the membership, as of the day and year first above written.

HIGHLAND SHORES OWNERS ASSOCIATION, INC., a Texas corporation

By: [Signature]
President

Attest: [Signature]
Secretary

[CORPORATE SEAL]

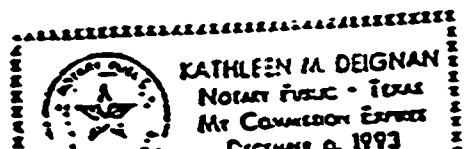
STATE OF TEXAS

COUNTY OF DENTON

This instrument was acknowledged before me this 14 day of August, 1987, by [Signature], President of Highland Shores Owners Association, Inc., a Texas corporation, on behalf of said corporation.

[Signature]
NOTARY PUBLIC in and for the State of Texas
My Commission Expires: 2/3/97

23980



12010 85:576

The Declarant, Highland Shores, Inc., by and through the undersigned officers, does hereby consent to and approve of the foregoing amendment to the Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association, as of the day and year first above written.

HIGHLAND SHORES, INC., a Delaware corporation

By:

[Signature]
President

Attest:

[Signature]
Secretary

[CORPORATE SEAL]

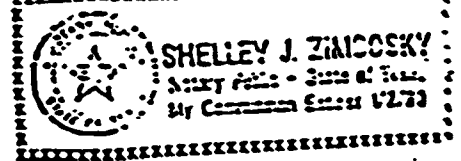
STATE OF TEXAS

COUNTY OF DENTON

This instrument was acknowledged before me this 24th day of November, 1961, by [Signature] President of Highland Shores, Inc., a Delaware corporation, on behalf of said corporation.

23980

[Signature]
NOTARY PUBLIC in and for the State of Texas
My Commission Expires



STATE OF TEXAS §
COUNTY OF DENTON §

46615

AMENDMENT OF SEPTEMBER 26, 1990
TO DECLARATION OF COVENANTS, CONDITIONS, AND
RESTRICTIONS FOR HIGHLAND SHORES OWNERS ASSOCIATION

This Amendment to Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association (this "Amendment") is made as of the 26th day of September, 1990 by Highland Shores, Inc., a Delaware corporation, qualified to do business in Texas ("Declarant");

W I T N E S S E T H:

WHEREAS, Declarant is presently the owner of certain real property described below in this Amendment designated as Highland Shores Phase 7-C East (the "Property"), all as located in the City of Highland Village, County of Denton, State of Texas; and

WHEREAS, pursuant to Article VIII, Section 1, of that certain Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association, recorded at Volume 1330, Page 46 of the Real Property Records of Denton County, Texas, as subsequently amended (the "Declaration"), Declarant has the unilateral right, privilege, and option at any time until the year 2003, to subject to the provisions of the Declaration and the jurisdiction of Highland Shores Owners Association, Inc., a Texas nonprofit corporation (the "Association"), all of the Property by filing in the Deed Records of Denton County, Texas, an amendment to the Declaration annexing the Property; and

WHEREAS, Declarant now desires to amend the Declaration to annex and subject the Property to the provisions of the Declaration and the jurisdiction of the Association pursuant to said authority.

NOW, THEREFORE, Declarant hereby declares that all of the following described Property is hereby annexed and made subject to the Declaration and the jurisdiction of the Association:

All of that certain real property situated in the City of Highland Village, Denton County, Texas described as follows:

Lots 1 through 8 in Block HC, Lots 1 through 18 in Block HD, Lots 1 through 23 in Block HE, Common Green Numbers 37, 38 and 39 and all reversionary interests, if any, in Timber Crest, Hawthorn Circle and Chaparral Court, which may exist after such roadways have been accepted for dedication by the City of Highland Village, Texas, all as set forth on that

certain subdivision plat captioned "Highland Shores Phase 7-C East", recorded in Cabinet H, Page 243-244, Plat Records, Denton County, Texas.

IN WITNESS WHEREOF, the undersigned Declarant has executed this Amendment to the Declaration as of the date first above written.

HIGHLAND SHORES, INC.
a Delaware corporation


By: [Signature]
Printed Name: Shelley J. Zimcosky
Title: President

STATE OF TEXAS §
 §
COUNTY OF DENTON §

This instrument was acknowledged before me on this 21st day of October, 1990 by Shelley J. Zimcosky, President of HIGHLAND SHORES, INC., a Delaware corporation, on behalf of said corporation.

[Signature: Shelley J. Zimcosky]
Notary Public, State of Texas

Notary's Printed Name:
Shelley J. Zimcosky

My Commission Expires:
SHELLEY J. ZIMCOSKY
Notary Public - State of Texas
My Commission Expires 12/31/93

AFTER RECORDING RETURN TO:

Beth Pace Tiggelaar
1300 First City Center
1700 Pacific Avenue
Dallas, Texas 75201

REAL PROPERTY RECORDS

STATE OF TEXAS §
COUNTY OF DENTON §

43048

AMENDMENT OF AUGUST 16, 1991
TO DECLARATION OF COVENANTS, CONDITIONS, AND
RESTRICTIONS FOR HIGHLAND SHORES OWNERS ASSOCIATION

This Amendment to Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association (this "Amendment") is made as of the 16th day of August, 1991, by Highland Shores, Inc., a Delaware corporation, qualified to do business in Texas ("Declarant");

W I T N E S S E T H:

WHEREAS, Declarant is presently the owner of certain real property described below in this Amendment designated as Highland Shores Phase 8-E and as Highland Shores Phase 8-P (the "Property"), all as located in the City of Highland Village, County of Denton, State of Texas; and

WHEREAS, pursuant to Article VIII, Section 1, of that certain Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association, recorded at Volume 1330, Page 46 of the Real Property Records of Denton County, Texas, as subsequently amended (the "Declaration"), Declarant has the unilateral right, privilege, and option at any time until the year 2003, to subject to the provisions of the Declaration and the jurisdiction of Highland Shores Owners Association, Inc., a Texas nonprofit corporation (the "Association"), all of the Property by filing in the Deed Records of Denton County, Texas, an amendment to the Declaration annexing the Property; and

WHEREAS, Declarant now desires to amend the Declaration to annex and subject the Property to the provisions of the Declaration and the jurisdiction of the Association pursuant to said authority.

NOW, THEREFORE, Declarant hereby declares that all of the following described Property is hereby annexed and made subject to the Declaration and the jurisdiction of the Association:

All of that certain real property situated in the City of Highland Village, Denton County, Texas described as follows:

- A. Lots 1 through 9 in Block IA and Lots 1 through 3 in Block IB, Common Green Numbers 40 and 41 and all reversionary interests, if any, in Highland Shores Boulevard and Lake Cove, which may exist

after such roadways have been accepted for dedication by the City of Highland Village, Texas, all as set forth on that certain subdivision plat captioned "Highland Shores Phase 8-E," recorded in Cabinet H, Pages 367-368, Plat Records, Denton, County, Texas.

B. Lots 1 through 11 in Block JC, Lots 1 through 29 in Block JD, Lots 1 through 24 in Block JE, Lots 1 through 28 in Block JF, Lots 1 through 9 in Block JG, Lots 1 through 20 in Block JH, Lots 1 through 9 in Block JJ, Common Green Numbers 42, 43, 44, 45, 46, and 47, and all reversionary interests, if any, in Woodside Court, Woodside Drive, Kingwood Circle, Crown Court, Hillside Court, Future Road, Queens Court, and Knoll Court, which may exist after such roadways have been accepted for dedication by the City of Highland Village, Texas, all as set forth on that certain subdivision plat captioned "Highland Shores Phase 8-P," recorded in Cabinet H, Pages 364-366, Plat Records, Denton County, Texas.

IN WITNESS WHEREOF, the undersigned Declarant has executed this Amendment to the Declaration as of the date first above written.

HIGHLAND SHORES, INC.,
a Delaware corporation

By: 
L. T. MIDTBO
Executive Vice President

STATE OF TEXAS §
COUNTY OF DENTON §

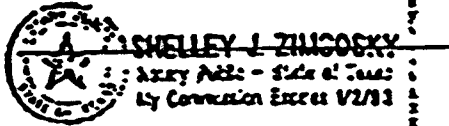
This instrument was acknowledged before me on this 22nd day of August, 1991, by L. T. Midtbo, Executive Vice President of HIGHLAND SHORES, INC., a Delaware corporation, on behalf of said corporation.

Shelley J. Zimcosky
Notary Public, State of Texas

Notary's Printed Name:

SHELLEY J. ZIMCOSKY

My Commission Expires:



AFTER RECORDING RETURN TO:
Gregg C. Krumme, Esq.
Strasburger & Price
4300 NCNB Plaza
901 Main Street
Dallas, Texas 75202

3103 PG0376

STATE OF TEXAS
COUNTY OF DENTON

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§
REAL PROPERTY RECORDS

58677

AMENDMENT OF NOVEMBER 18, 1991
TO DECLARATION OF COVENANTS, CONDITIONS, AND
RESTRICTIONS FOR HIGHLAND SHORES OWNERS ASSOCIATION

This Amendment to Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association (this "Amendment") is made as of the 18th day of November, 1991, by Highland Shores, Inc., a Delaware corporation, qualified to do business in Texas ("Declarant");

W I T N E S S E T H:

WHEREAS, Declarant is presently the owner of certain real property described below in this Amendment designated as Highland Shores Phase 8-L (the "Property"), all as located in the City of Highland Village, County of Denton, State of Texas; and

WHEREAS, pursuant to Article VIII, Section 1, of that certain Declaration of Covenants, Conditions, and Restrictions for Highland Shores Owners Association, recorded at Volume 1330, Page 46 of the Real Property Records of Denton County, Texas, as subsequently amended (the "Declaration"), Declarant has the unilateral right, privilege, and option at any time until the year 2003, to subject to the provisions of the Declaration and the jurisdiction of Highland Shores Owners Association, Inc., a Texas nonprofit corporation (the "Association"), all of the Property by filing in the Deed Records of Denton County, Texas, an amendment to the Declaration annexing the Property; and

WHEREAS, Declarant now desires to amend the Declaration to annex and subject the Property to the provisions of the Declaration and the jurisdiction of the Association pursuant to said authority.

NOW, THEREFORE, Declarant hereby declares that all of the following described Property is hereby annexed and made subject to the Declaration and the jurisdiction of the Association:

All of that certain real property situated in the City of Highland Village, Denton County, Texas described as follows:

- Lots 12 and 13 in Block IL, Lots 1 through 10 in Block JK, Lots 14 through 16 in Block JL, Lots 1 through 11 in Block JM, Lots 1 through 27 in Block JN, Lots 1 through 3 in Block JP, Lots 1 through 31 in Block JQ, Lots 1 through 7 in Block JR, Common Green Numbers

48 through 52, and all reversionary interests, if any, in Highland Shores Boulevard, Hillside Drive, Lakeside Drive, Greenway Court, Lakewood Court, Woodhollow Drive, Woodhollow Court, Oakwood Court, Woodhaven Drive, Parkside Court and Woodhaven Court after such roadways have been accepted for dedication by the City of Highland Village, Texas, all as set forth on that certain subdivision plat captioned "Highland Shores Phase 8-L," recorded in Cabinet I, Pages 3-5 of the Plat Records of Denton County, Texas.

IN WITNESS WHEREOF, the undersigned Declarant has executed this Amendment to the Declaration as of the date first above written.

HIGHLAND SHORES, INC.,
a Delaware corporation

By: L. T. Midtbo
L. T. MIDTBO
Executive Vice President

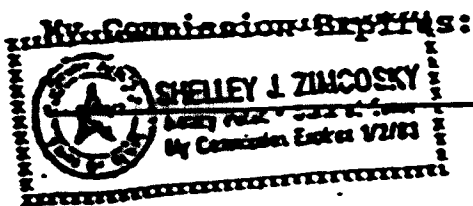
STATE OF TEXAS S
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COUNTY OF DENTON S

This instrument was acknowledged before me on this 18th day of November, 1991, by L. T. Midtbo, Executive Vice President of HIGHLAND SHORES, INC., a Delaware corporation, on behalf of said corporation.

Shelley J. Zimcosky
Notary Public, State of Texas

Notary's Printed Name:

SHELLEY J. ZIMCOSKY



AFTER RECORDING RETURN TO:
Beth Pace Tiggelaar, Esq.
Strasburger & Price
4300 NCMB Plaza
901 Main Street
Dallas, Texas 75202