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**FIRST AMENDMENT TO DECLARATION  
OF COVENANTS, RESTRICTIONS AND EASEMENTS**

FILED  
TARRANT COUNTY TEXAS

This First Amendment to Declaration of Covenants, Restrictions and Easements (this "Amendment") is made to be effective the 1st day of March, 1998 (the "Effective Date"), by Shady Oaks Associates, L.P., a Texas limited partnership ("Declarant").

SUZANNE HENDERSON  
COUNTY CLERK

RECITALS:

BY: \_\_\_\_\_

A. There has previously been filed a Declaration of Covenants, Restrictions and Easements for Shady Oaks II Homeowner's Association, Inc., recorded at Volume 11910, Page 2285, et. seq. of the Real Property Records of Tarrant County, Texas (the "Declaration").

B. There was a scrivener's error in the drafting of the legal description of the Property subject to the terms of the Declaration, and Declarant desires to amend the Declaration to correct the legal description of the Property.

C. Section 9.02 of the Declaration provides that, during any period in which Declarant retains the right to appoint and remove directors and officers of Shady Oaks II Homeowner's Association, Inc., Declarant may amend the Declaration by an instrument in writing filed in the Real Property Records of Tarrant County, Texas, without the approval of any Member (as defined in the Declaration) or mortgagee, except in certain circumstances.

D. Declarant retains the right to appoint and remove directors and officers of Shady Oaks II Homeowner's Association, Inc., and the amendment correcting the legal description of the Property is not one which requires the approval of any Member or mortgagee.

NOW, THEREFORE, Declarant, for and in consideration of the premises and covenants contained in the Declaration, does hereby declare the following:

1. New Legal Description. The legal description of the Property as defined in the Declaration is hereby amended to be the land described in the Exhibit "A" attached to this Amendment. The Exhibit "A" attached to this Amendment is hereby substituted for the Exhibit "A" which was originally attached to the Declaration.

2. Certification. Declarant certifies that this Amendment has been duly approved by Declarant, and that the approval of any Member or mortgagee is not required.

IN WITNESS WHEREOF, this Amendment has been executed on the date shown in the acknowledgment below.

SHADY OAKS ASSOCIATES, L.P.,  
a Texas limited partnership

By: James R. Harris Company, Inc.,  
a Texas corporation, General Partner

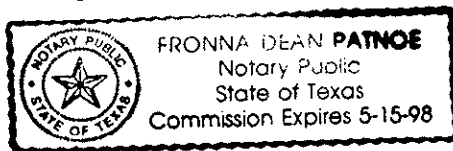
By: *James R. Harris*  
James R. Harris, President

STATE OF TEXAS       §  
                                  §  
COUNTY OF TARRANT   §

BEFORE ME, the undersigned authority, on this day personally appeared James R. Harris, President of James R. Harris Company, Inc., a Texas corporation, the corporation acting in its capacity as the sole general partner of Shady Oaks Associates, L.P., 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 5<sup>th</sup> day of February, 1998.

[SEAL]



*Fronna Dean Patnoe*  
Notary Public, State of Texas

My Commission Expires: \_\_\_\_\_

**EXHIBIT "A"**

**PROPERTY DESCRIPTION**

Lots 11-28, Block 3; Lots 9-27, Block 4; Lots 1-9, Block 5; and Lots 9-14, Block 6, Shady Oaks Second Filing, an addition to the City of North Richland Hills, Tarrant County, Texas, according to the plat filed in Cabinet A, Slide 1908, Plat Records, Tarrant County, Texas,

Lots 1-13, Block 1; Lots 1-6, Block 2; Lots 1-8, Block 4; Lots 1-19, Block 7; and Lots 1-8, Block 6, Shady Oaks Third Filing, an addition to the City of Richland Hills, Tarrant County, Texas, according to the plat filed in Cabinet A, Slide 1910, Plat Records, Tarrant County, Texas,

Lots 7-17, Block 2, and Lots 1-10, Block 3, Shady Oaks Fourth Filing, an addition to the City of North Richland Hills, Tarrant County, Texas, according to the plat filed in Cabinet A, Slide 1909, Plat Records, Tarrant County, Texas.

After Recording:  
James R. Harris Company  
6300 Ridgely Place # 824  
Fort Worth, TX 76116

D198048160  
JAMES R HARRIS CO  
6300 RIDGLEA PLACE #824  
FT WORTH TX 76116

-W A R N I N G - T H I S I S P A R T O F T H E O F F I C I A L R E C O R D - - D O N O T D E S T R O Y

I N D E X E D - - T A R R A N T C O U N T Y T E X A S  
S U Z A N N E H E N D E R S O N - - C O U N T Y C L E R K  
O F F I C I A L R E C E I P T

T O : A M E R I C A N T I T L E C O M P A N Y

RECEIPT NO	REGISTER	RECD-BY	PRINTED DATE	TIME
198139353	DR91	T023153	03/10/98	10:04

	INSTRUMENT	FEECD	INDEXED	TIME	
1	D198048160	WD	980310	10:04	CG

T O T A L : D O C U M E N T S : 0 1 F E E S : 1 3 . 0 0

B-Y:

~~ANY PROVISION WHICH RESTRICTS THE SALE RENTAL OR USE~~  
OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR RACE  
IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.