

**FIRST SUPPLEMENT TO DECLARATION OF
PROTECTIVE COVENANTS**

Bradford Park
Declaration of Annexation of High Country Section Five

THIS FIRST SUPPLEMENT OF PROTECTIVE COVENANTS (this "First Amendment") is made and entered into effective as of April 28, 1999 by **KAUFMAN AND BROAD OF TEXAS, LTD.** ("Declarant").

WHEREAS, Declarant filed for record that certain Declaration of Protective Covenants B Bradford Park, Section One Owners Association of Bradford Park, Inc. on or about February 7, 1997 (the "Declaration") as Document Number 97-05606 in the Real Property Records of Williamson County, Texas (such property with all property annexed to such property and subject to the Declaration, hereinafter, the "Original Property"); and

WHEREAS, Article 19 of the Declaration provides that the Declarant may annex property adjacent to or adjoining the Original Property or property adjacent to or adjoining property annexed to the Original Property in accordance with the terms and conditions set forth therein; and

WHEREAS, the Declarant owns certain property located adjacent to the Original Property known as **High Country Section Five**, as more particularly described in that certain Final Plat recorded on or about November 13, 1997 in Cabinet P, Slides 84 and 85 of the Real Property Records of Williamson County, Texas (the "Supplemental Property"); and

WHEREAS, Declarant desires to annex the Supplemental Property with the Original Property so that the terms, conditions, covenants and restrictions set forth in the Declaration shall apply to the Supplemental Property; and

WHEREAS, unless otherwise provided in this First Supplement, definitions contained in the Declaration shall have the same meaning in this First Supplement.

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt, adequacy and sufficiency of which is hereby acknowledged, Declarant hereby agrees to supplement the Declaration as follows:

1. Declaration in Effect. The foregoing recitations are true and correct.
2. Annexation of Supplemental Property. The Supplemental Property is hereby annexed into the Declaration and all terms, conditions, covenants and restrictions of the Declaration shall be applicable to the Supplemental Property, including, but not limited to the obligation to pay dues, charges and assessments to the Association.
3. No Further Changes. Except as expressly set forth herein, the Declaration shall remain unchanged and shall continue in full force and effect.

[signature page to follow]

IN WITNESS WHEREOF, the Declarant has executed this First Supplement as of the date and year first above written.

DECLARANT

KAUFMAN AND BROAD OF TEXAS, LTD.
KBSA, Inc., a Texas corporation, its general partner

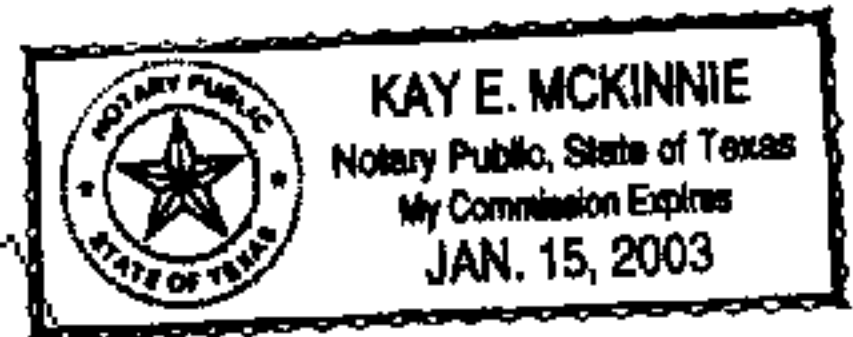
By: *[Signature]*

State of Texas

County of ~~Williamson~~ Travis

This instrument was acknowledged before me this 28th day of April, 1999, by Larry E. Oglesby, Corporate Officer of KBSA, Inc., the general partner of Kaufman and Broad of Texas, Ltd., a Texas limited partnership.

Kay E. McKinnie
Notary Public, State of Texas



*Janet Jensen
Kaufman + Broad
11911 Burnet Rd
Austin, TX 78758*

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of WILLIAMSON County, TX.
NANCY E. RISTER
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