

COPY

**SECOND SUPPLEMENTARY DECLARATION OF COVENANTS, RESTRICTIONS
AND CONDITIONS ADDING PHASE III, THE WINDMILLS AT WOOD SPRINGS
RANCH**

This Second Supplementary Declaration of Covenants, Restrictions and Conditions Adding Phase III, The Windmills At Wood Springs Ranch ("Supplementary Declaration") is made by Robert Wood Fair Trust Number Two, Allen Whaley Fair Trust Number Two, And Virginia Rice Fair Trust Number Two. (the "Declarant") this 7th day of January, 2008, as follows:

Background. The Declarant has previously signed and filed of record a Declaration of Covenants, Restrictions and Conditions for The Windmills At Wood Springs Ranch, Phase 1 dated January 7, 2004, recorded in Volume 7409, Page 945 of the Official Public Records of Smith County, Texas, And also (i) a First Amendment to the Declaration of Covenants, Restrictions and Conditions for The Windmills At Wood Springs Ranch, Phase 1 dated April 14, 2004, recorded in Volume 7482 Page 157 of the Official Public Records of Smith County, Texas; And (ii) a Second Amendment to the Declaration of Covenants, Restrictions and Conditions for The Windmills At Wood Springs Ranch, Phase 1 dated July 12, 2005, recorded in Volume 7838 Page 093 of the Official Public Records of Smith County, Texas; And a First Supplementary Declaration of Covenant, Restrictions, and Conditions for the Windmills At Wood Springs Ranch dated August 29, 2006, recorded under Instrument Number 2006-R00043073 of the Official Public Records of Smith County, Texas, (such documents being collectively referred to herein as the "Original Declaration"). The Original Declaration imposed certain covenants, restrictions and conditions on Phase 1 of The Windmills At Wood Springs Ranch (the "Subdivision") located in the Francis Gilkison Survey A-407 and H. Jacobs Survey A-504, Smith County, Texas. Article II, Section 2.3 of the Original Declaration authorizes the Declarant to add additional properties to the Subdivision by filing a supplementary declaration of covenants, restrictions and conditions. The purpose of this Supplementary Declaration is to add the property within the Windmills At Wood Springs Ranch, Phase III, Final Plat dated September 18, 2007, recorded under Instrument Number R00048210, of the plat records of Smith County, Texas, a copy of which is attached hereto as Exhibit "A", and to impose the covenants, restrictions and conditions as contained herein and in the Original Declaration on such plat. Capitalized terms as used herein shall have the same meanings ascribed to them in the Original Declaration unless otherwise specified herein.

NOW THEREFORE, Declarant declares The Windmills At Wood Springs Ranch Phase III (Phase III) to be a part of the Subdivision and that the lots therein shall be held, transferred, sold, conveyed and occupied subject to the covenants, conditions, restrictions, easements, charges and liens set forth in the Original Declaration as amended herein. The following amendments and additions to the covenants, restrictions and conditions shall also be applicable:

Article I, Section 1.1

1. Article I, Section 1.1, (h): Common Areas: The definition shall be amended to also include Lot # 84 as shown on the final plat of Phase III.

2. **Article I, Section 1.1, (p): Lot:** The definition shall be amended to include Lots # 69 through lot # 83 as shown on the final plat of Phase III.

3. **Article I, Section 1.1, (p-1) Corner Lot - This definition is added:** Corner Lot means a Lot with street frontage on both the front and at least one side. Corner Lots are Lots # 71, 72, 74, 80 and 81 as shown on the final plat of phase III

4. **Article I, Section 1.1, (v): Plat:** The definition is amended to also include the Windmills at Wood Springs Ranch Phase III, dated September 18, 2007, recorded under Instrument Number R00048210, of the Official Public Records of Smith County, Texas.

5. **Article I, Section 1.1, (x): private Front Fence:** The definition shall be amended to also apply to Lots 71, 72, 74, 80 and 81 with respect to side fencing and lots 74 through 79 with respect to rear fencing of the Windmills at Wood Springs Ranch Phase III.

6. **Article I, Section 1.1, (y): Public Planting Areas:** This definition shall be amended to include Lot # 84 of Phase III.

7. **Article I, Section 1.1, (z): Subdivision:** The definition shall be amended to include The Windmills at Wood Springs Ranch Phase III, Final Plat dated September 18, 2007, recorded under Instrument Number R00048210 of the Official Public Records of Smith County, Texas.

8. **Article III, Section 3.6: Open Space:** The definition shall be amended to include Lot # 84 of the Windmills at Wood Springs Ranch Phase III.

9. **Article XII Section 12.1: (I) Reservation of 10' wide Utility Easement: This section is added:** A 10' wide utility easement is reserved across all Lots in the Windmills at Wood Springs Ranch Phase III outside of, and along and parallel to the Public Street Right of Ways within said Plat, in accordance with the reservation noted on said Plat.

Except as otherwise specifically amended, all of the other terms and provisions of the Original Declaration shall remain in full force and effect.

By: 
John R. Garrett, Trustee

By: 
Barbara King Fair, Trustee

STATE OF TEXAS §

COUNTY OF SMITH §

This instrument was acknowledged before me on the 8TH day of JANUARY, 2008, by John R. Garrett, and Barbara King Fair Trustees of Robert Wood Fair Trust Number Two, Allen Whaley Fair Trust Number Two, And Virginia Rice Fair Trust Number Two, in the capacity therein stated.



Becky Mays
Notary Public, State of Texas

After recording, return to:
Fariba Pouraryan
P.O. Box 1084
Tyler, TX 75710

I, JOHN L. KILGORE, REGISTERED PROFESSIONAL LAND SURVEYOR, NO. 407, 150 DALLAS STREET, DALLAS, TEXAS, HAVE PREPARED THIS SURVEY FROM AN ACTUAL SURVEY MADE BY ME OR UNDER MY SUPERVISION ON THE GROUND DURING THE MONTH OF AUGUST, 2007.

DATE UNDER MY HAND AND SEAL THIS 24TH DAY OF APRIL, 2007.



SUBSCRIBED AND SWORN TO BEFORE ME, A NOTARY PUBLIC, IN AND FOR THE STATE OF TEXAS, THIS 11th DAY OF Sept. 2007.

John L. Kilgore
 JOHN L. KILGORE, R.P.L.S., NO. 407

SUBSCRIBED AND SWORN TO BEFORE ME, A NOTARY PUBLIC, IN AND FOR THE STATE OF TEXAS, THIS 11th DAY OF Sept. 2007.

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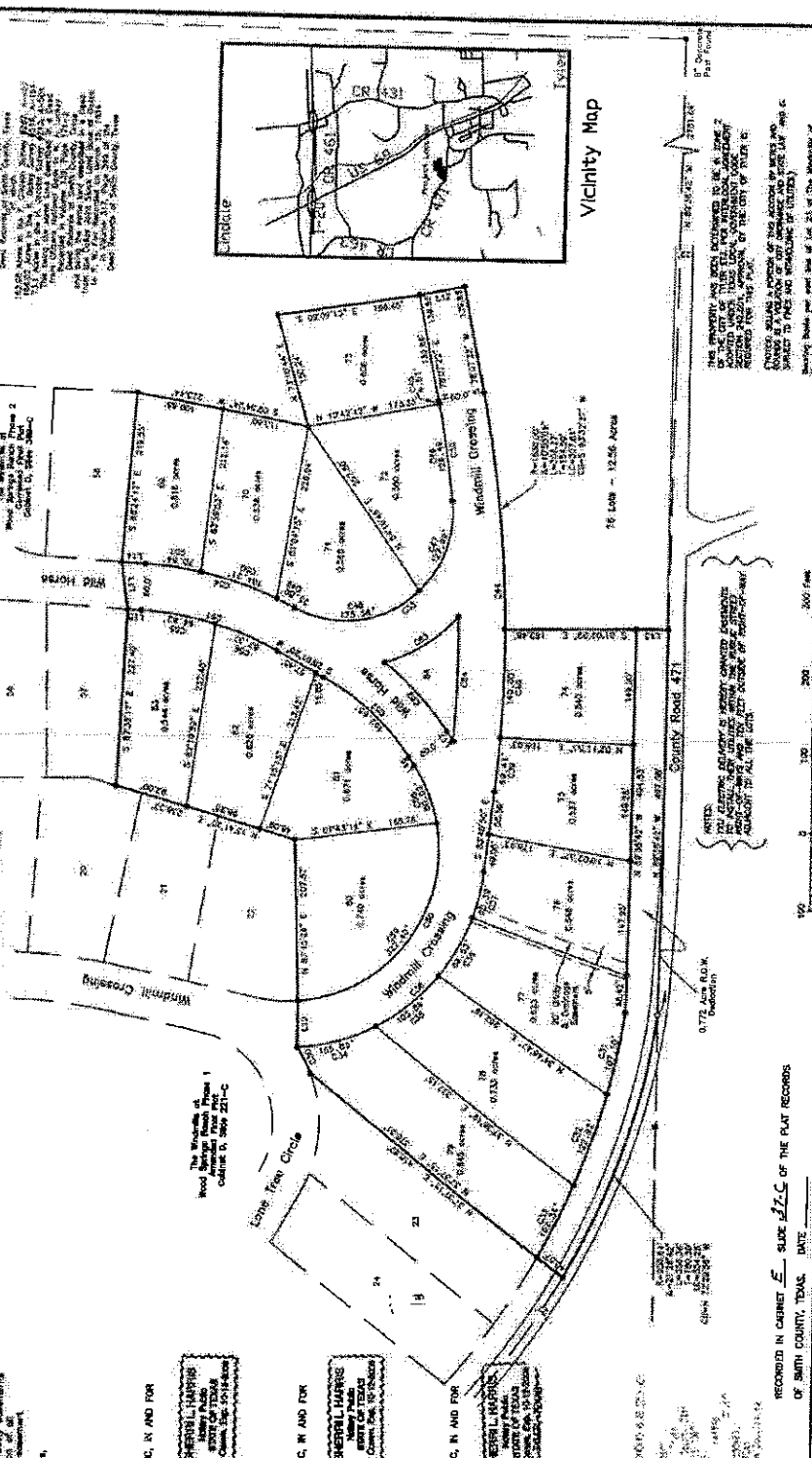
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CHAINS	MEASUREMENTS	BEARING	ANGLE	BEARING	ANGLE	BEARING	ANGLE
151	150.00	S 89° 57' 14" E	76.37	151.00	S 89° 57' 14" E	76.37	151.00
152	150.00	S 89° 57' 14" E	76.37	152.00	S 89° 57' 14" E	76.37	152.00
153	150.00	S 89° 57' 14" E	76.37	153.00	S 89° 57' 14" E	76.37	153.00
154	150.00	S 89° 57' 14" E	76.37	154.00	S 89° 57' 14" E	76.37	154.00
155	150.00	S 89° 57' 14" E	76.37	155.00	S 89° 57' 14" E	76.37	155.00
156	150.00	S 89° 57' 14" E	76.37	156.00	S 89° 57' 14" E	76.37	156.00
157	150.00	S 89° 57' 14" E	76.37	157.00	S 89° 57' 14" E	76.37	157.00
158	150.00	S 89° 57' 14" E	76.37	158.00	S 89° 57' 14" E	76.37	158.00
159	150.00	S 89° 57' 14" E	76.37	159.00	S 89° 57' 14" E	76.37	159.00
160	150.00	S 89° 57' 14" E	76.37	160.00	S 89° 57' 14" E	76.37	160.00
161	150.00	S 89° 57' 14" E	76.37	161.00	S 89° 57' 14" E	76.37	161.00
162	150.00	S 89° 57' 14" E	76.37	162.00	S 89° 57' 14" E	76.37	162.00
163	150.00	S 89° 57' 14" E	76.37	163.00	S 89° 57' 14" E	76.37	163.00
164	150.00	S 89° 57' 14" E	76.37	164.00	S 89° 57' 14" E	76.37	164.00
165	150.00	S 89° 57' 14" E	76.37	165.00	S 89° 57' 14" E	76.37	165.00
166	150.00	S 89° 57' 14" E	76.37	166.00	S 89° 57' 14" E	76.37	166.00
167	150.00	S 89° 57' 14" E	76.37	167.00	S 89° 57' 14" E	76.37	167.00
168	150.00	S 89° 57' 14" E	76.37	168.00	S 89° 57' 14" E	76.37	168.00
169	150.00	S 89° 57' 14" E	76.37	169.00	S 89° 57' 14" E	76.37	169.00
170	150.00	S 89° 57' 14" E	76.37	170.00	S 89° 57' 14" E	76.37	170.00
171	150.00	S 89° 57' 14" E	76.37	171.00	S 89° 57' 14" E	76.37	171.00
172	150.00	S 89° 57' 14" E	76.37	172.00	S 89° 57' 14" E	76.37	172.00
173	150.00	S 89° 57' 14" E	76.37	173.00	S 89° 57' 14" E	76.37	173.00
174	150.00	S 89° 57' 14" E	76.37	174.00	S 89° 57' 14" E	76.37	174.00
175	150.00	S 89° 57' 14" E	76.37	175.00	S 89° 57' 14" E	76.37	175.00
176	150.00	S 89° 57' 14" E	76.37	176.00	S 89° 57' 14" E	76.37	176.00
177	150.00	S 89° 57' 14" E	76.37	177.00	S 89° 57' 14" E	76.37	177.00
178	150.00	S 89° 57' 14" E	76.37	178.00	S 89° 57' 14" E	76.37	178.00
179	150.00	S 89° 57' 14" E	76.37	179.00	S 89° 57' 14" E	76.37	179.00
180	150.00	S 89° 57' 14" E	76.37	180.00	S 89° 57' 14" E	76.37	180.00



RECORDED IN CABINET E SLIDE 17-C OF THE PLAT RECORDS OF SMITH COUNTY, TEXAS. DATE _____

FRANCIS GILKISON SURVEY A-407

Final Plat showing

The Windmills at Wood Springs Ranch Phase 3

Smith County, Texas

DESIGNED BY: D. Jensen

DRAWN BY: JK

CHECKED BY: _____

DATE: 4-2007

SCALE: 1"=100'

Kilgore & Company Inc.
 4712 Parkway Drive
 Tyler, Texas 75703
 (903) 981-7000
 Fax: (903) 981-3756
 www.kilgore.com

CONTRACT NO. 200209

SHEET NO. 1 OF 1

Smith County
Judy Carnes
County Clerk
Tyler Tx 75702

COPY



70 2008 00001219

Instrument Number: 2008-R00001219

Recorded On: January 08, 2008

As

Recordings - Land

Parties: WINDMILLS AT WOOD SPRINGS RANCH

Billable Pages: 4

To PUBLIC

Number of Pages: 5

Comment: RESTRICTIONS

(Parties listed above are for Clerks reference only)

**** Examined and Charged as Follows: ****

Recordings - Land	28.00
Total Recording:	28.00

***** DO NOT REMOVE THIS PAGE IS PART OF THE INSTRUMENT *****

Any provision herein which restricts the Sale, Rental or use of the described REAL PROPERTY because of color or race is invalid and unenforceable under federal law.

File Information:

Document Number: 2008-R00001219

Receipt Number: 458565

Recorded Date/Time: January 08, 2008 02:46:42P

User / Station: D Hawkins - Cash Station 2

Record and Return To:

FARIBA POURARYAN

PO BOX 1084

TYLER TX 75710



I hereby certify that this instrument was filed and duly recorded in the Official Records of Smith County, Texas

Judy Carnes

County Clerk
Smith County, Texas