



SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS, EASEMENTS & RESTRICTIONS

GABRIELS OVERLOOK – SECTIONS ONE AND TWO

STATE OF TEXAS

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KNOW ALL MEN BY THESE PRESENTS

COUNTY OF WILLIAMSON

RECITALS

452, Ltd., a Texas limited partnership, (hereinafter the "Declarant"), did execute and record (a) that certain Declaration of Covenants, Conditions, Easements and Restrictions dated April 26, 2000, of record as Document No. 2000025866 and (b) that certain Declaration of Covenants, Conditions, Easements and Restrictions dated September 13, 2000, of record as Document No. 2000061650 (collectively, "the Declarations"), and (c) that certain First Amendment to Declaration of Covenants, Conditions, Easements and Restrictions, dated JANUARY 10, 2001 of record as Document No. 2001003269 (the "First Amendment"); all documents recorded in the Official Public Records of Williamson County, Texas. This Second Amendment is executed by Declarant pursuant to the request of the Advisory Committee to the Board of Directors of the Gabriels Overlook Property Owners Association and by the President of the Gabriels Overlook Property Owners Association in accordance with Paragraph 4.05 of each of the Declarations. The provisions of this Second Amendment shall, in addition to the Declarations and the First Amendment, apply to and become a part of all legal instruments, whereby title or possession to any Lot in the Subdivision is hereafter conveyed or transferred, run with the land, and be binding upon and inure to the benefit of all parties, now or hereafter, owning or using the above-described property or any portion thereof, their heirs, executors, administrators, successors, and assigns.

AMENDMENT

- 1. Enforcement of Covenants, Conditions, Easements and Restrictions by Monetary Fines. Each Owner shall comply strictly with the Declarations as the same may be amended from time to time. The Board of Directors of the Gabriels Overlook Property Owners Association is hereby authorized, in addition to the remedies set forth in the Declarations, to impose monetary fines as a means of enforcement of the Declarations and amendments thereto, which sums shall be collected in the same manner as the Annual Maintenance

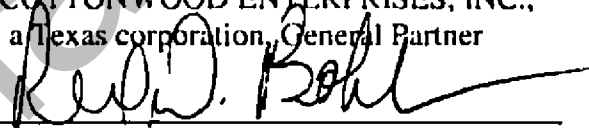
Charge or Special Assessment as set forth therein. In the event the Board of Directors has determined that an Owner is violating the Declarations, the Board of Directors shall provide the violating Owner with a written notice at the violating Owner's last known address describing the violation, and the violating Owner shall have thirty (30) days from and after the date of the notice within which to cure the violation. In the event the violating Owner fails to cure the violation within the 30-day cure period, the Board of Directors is hereby authorized to impose monetary fines for each day the violation continues. Failure by the Board of Directors to promptly enforce the forgoing monetary fines shall in no event be deemed a waiver of the right to impose the monetary fines at any time during the term of the violation. The Board of Directors is also hereby authorized to record a notice in the real property records concerning any violation of the Declaration by any Owner and the monetary fine imposed therefor.

2. Effect: All terms and provisions of the Declarations and First Amendment, except as specifically amended hereby, shall remain in full force and effect.

IN WITNESS WHEREOF 452, LTD. has caused this document to be executed by its duly authorized officer this 9th day of JUNE, 2004.

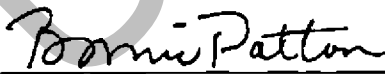

452, LTD., a Texas limited partnership

By: COTTONWOOD ENTERPRISES, INC.,
a Texas corporation, General Partner

By: 
REX D. BOHLS, President


DOUGLAS D. LEWIS, President of Gabriels
Overlook Property Owners Association

APPROVED BY THE GABRIELS
OVERLOOK PROPERTY OWNERS
ASSOCIATION ADVISORY COMMITTEE:


BONNIE PATTON

DEAN MITCHELL

Joe French
JOE FRENCH

Beverly West
BEVERLY WEST by BONNIE PATTON as Agent and Attorney-in-Fact

Pat Mullins
PAT MULLINS

STATE OF TEXAS

COUNTY OF TRAVIS

This instrument was acknowledged before me this 21 day of JUNE, 2004, by REX D. BOHLS, President of COTTONWOOD ENTERPRISES, INC., a Texas corporation, on behalf of said corporation, as General Partner of 452, LTD., a Texas limited partnership.



Stephanie Perkins
NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS
Williamson
COUNTY OF TRAVIS

This instrument was acknowledged before me this 9th day of June, 2004, by BONNIE PATTON, Member, Gabriels Overlook Property Owners Association Advisory Committee.



Marianne Merritt
NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS
COUNTY OF TRAVIS ^{mh} Williamson

This instrument was acknowledged before me this 10th day of June, 2004, by DEAN MITCHELL, Member, Gabriels Overlook Property Owners Association Advisory Committee.

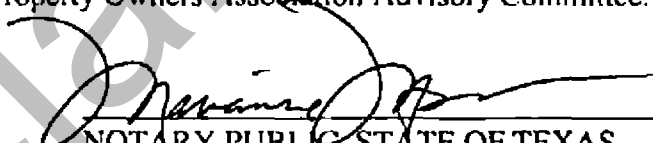



NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS
COUNTY OF TRAVIS ^{mh} Williamson

This instrument was acknowledged before me this 9th day of June, 2004, by JOE FRENCH, Member, Gabriels Overlook Property Owners Association Advisory Committee.




NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS
COUNTY OF TRAVIS ^{mh} Williamson

This instrument was acknowledged before me this 9th day of June, 2004, by BONNIE PATTON as Agent and Attorney-in-Fact for BEVERLY WEST, Member, Gabriels Overlook Property Owners Association Advisory Committee.




NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS

COUNTY OF TRAVIS ^{Wm} Williamson

This instrument was acknowledged before me this 10th day of June, 2004 by PAT MULLINS, Member, Gabriels Overlook Property Owners Association Advisory Committee.



Marianne Merritt
NOTARY PUBLIC, STATE OF TEXAS

AFTER RECORDING RETURN TO:

452, LTD.
P.O. BOX 276
AUSTIN, TX 78767-0276

STATE OF TEXAS §
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COUNTY OF TRAVIS §

This instrument was acknowledged before me this 15th day of JUNE, 2004, by DOUGLAS D. LEWIS, President, of GABRIELS OVERLOOK P.O.A., INC., a Texas corporation, on behalf of said corporation.



Stephanie Perkins
Notary Public, State of Texas

① 452, LTD
POB 276
Austin, Tx.
78767-0276

FILED AND RECORDED
OFFICIAL PUBLIC RECORDS 2004048610

Nancy E. Rister
06/22/2004 09:50 AM
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NANCY E. RISTER, COUNTY CLERK
WILLIAMSON COUNTY, TEXAS