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Annex
V

**ANNEXATION AND SUPPLEMENTAL DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS**
for
AUBURN LAKES RETREAT, SECTION THREE (3)
A SUBDIVISION IN HARRIS COUNTY, TEXAS

THE STATE OF TEXAS §
 § KNOW ALL PERSONS BY THESE PRESENTS:
COUNTY OF HARRIS §

WHEREAS, by that certain instrument entitled "Declaration of Covenants, Conditions and Restrictions for Auburn Lakes Retreat" dated August 4, 2006 and executed by Peramco, Inc., a Florida corporation ("Declarant"), which was filed of record in the Official Public Records of Real Property of Harris County, Texas, under County Clerk's File No. Z506141 (the "Declaration"), Declarant did subject all of the property in:

Auburn Lakes Retreat, Section One (1), a subdivision in Harris County, Texas according to the map or plat thereof recorded under Harris County Clerk's File No. Z310990 and Film Code No. 600173 of the Map Records of Harris County, Texas.

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to those certain easements, covenants, restrictions and conditions described in the Declaration;

WHEREAS, the Declaration was amended by that certain instrument entitled "First Amendment to Declaration of Covenants, Conditions and Restrictions for Auburn Lakes Retreat" filed of record in the Official Public Records of Real Property of Harris County, Texas under County Clerk's File No. 20070722660 (the Declaration as amended hereinafter still referred to as the "Declaration");

WHEREAS, Article VIII, Section 8.3 of the Declaration entitled "**ANNEXATION**" provides:

SECTION 8.3. ANNEXATION. Additional land may be annexed and subjected to the provisions of this Declaration by Declarant, without the consent of the Members, within ten (10) years of the date that this Declaration is recorded in the Official Public Records of Real Property of Harris County, Texas. Thereafter, additional land may be annexed and subjected to the provisions of this Declaration only with the consent of not less than two-thirds (2/3) of the Members of the Association present and voting, in person or by proxy, at a meeting of

the Members called for that purpose at which a quorum is present. The annexation of additional land shall be effective upon filing of record an annexation instrument in the Official Public Records of Real Property of Harris County, Texas. Provided that, no land made subject to this Declaration shall be deannexed within ten (10) years of the date this Declaration is recorded without the written consent of Declarant. Additionally, the Declarant, its successors and assigns, shall have the right to create a master association, which may include other homeowners associations and other properties (the "Master Association"), and place the Association within the jurisdiction of such Master Association.

WHEREAS, Declarant is the owner of all that certain property known as Auburn Lakes Retreat, Section Three (3), a subdivision in Harris County, Texas according to the map or plat thereof recorded under Film Code No. 619087 of the Map Records of Harris County, Texas ("Auburn Lakes Retreat, Section Three (3)"); and

WHEREAS, Declarant desires Auburn Lakes Retreat, Section Three (3) to be annexed into Auburn Lakes Homeowners Association, Inc. (the "Association") pursuant to the terms of Article VIII, Section 8.3 of the Declaration as evidenced by the signatures below.

NOW, THEREFORE, Auburn Lakes Retreat, Section Three (3) is hereby annexed into the jurisdiction of the Association and subjected to all those certain easements, covenants, restrictions and conditions described in the Declaration, as amended, which shall run with Auburn Lakes Retreat, Section Three (3) and be binding on all subsequent purchasers thereof, save and except the following provisions of the Declaration, which provisions of the Declaration as to Auburn Lakes Retreat, Section Three (3), shall be amended as follows:

1. Article I, Section 1.16 of the Declaration entitled "**NEIGHBORHOOD**" now includes Auburn Lakes Retreat, Section Three (3) as the third Neighborhood subject to the Declaration.

2. Article II, Section 2.5.1 of the Declaration is amended to read as follows:

2.5.1. LOCATION AND MATERIALS. No fence or wall shall be located nearer to the front property line of a Lot than five feet (5') behind the front of the Residential Dwelling. No fence or wall shall be located nearer to the side street adjacent to a corner

Lot than the side wall of the Residential Dwelling or the front of a side entry garage, as applicable. No hedge or pergola that serves as a fence or wall shall be allowed to grow more than four feet (4') in height; provided that, all of the provisions in this Section 2.5 relating to the existence and location of a fence or wall shall be applicable to a hedge or pergola that serves as a fence or wall. Except as otherwise provided in this Section, each fence constructed on a Lot shall be a solid cedar wood fence which can be no taller than the Subdivision Perimeter Fence defined below and which must be constructed in accordance with the following specifications, as approved by the Architectural Control Committee: four inch (4") by four inch (4") treated wood or steel posts; and one inch (1") by six inch (6") number two (2) or better D. E. cedar pickets. Additionally, the fences constructed on the common property line of two (2) adjacent Lots must be of the type commonly referred to as a "Good Neighbor" fence.

The fence on Lots along the perimeter of the Subdivision adjacent to Northcrest Drive, West Rayford Road, New Auburn Drive and Sheraton Crossing Drive ("Subdivision Perimeter Fence") shall be built by the Builder or Owner of the Lot prior to the completion of the Residential Dwelling and thereafter maintained in accordance with Section 2.5.1. The following Lots will have the Subdivision Perimeter Fence located on the portion of the Lot adjacent to the right-of-way or reserves, as applicable, adjacent to Northcrest Drive, West Rayford Road, New Auburn Drive and Sheraton Crossing Drive:

- Auburn Lakes Retreat, Section One (1): Lots One (1) through Three (3), inclusive in Block One (1) and Lots One (1) through Ten (10), inclusive in Block Two (2).
- Auburn Lakes Retreat, Section Two (2): Lot One (1) in Block One (1); Lots Three (3) through Seven (7), inclusive and Twelve (12) in Block Three (3); Lots One (1), Three (3) through Seven (7), inclusive, Nine (9) and Ten (10) in Block Four (4).
- Auburn Lakes Retreat, Section Three (3): Lot One (1) in Block One (1) and Lot Forty-Two (42) in Block Three (3); that portion of Lots Four (4), Five (5) and Nineteen (19) in Block Two (2), which are contiguous with Reserve C; that portion of Lots Twenty-Six (26) through Thirty (30), inclusive in Block Two (2) and that portion of Lots One (1), Seven (7), Eight (8), Twenty-Five (25) and Twenty-Six (26) in Block Three (3), which are contiguous with Reserve D.

The Subdivision Perimeter Fence must be a solid wood fence, which is approximately six feet (6'), seven inches (7") in height and constructed in accordance with the following specifications: (i) four inch (4") by four inch (4") by six feet (6') seven inches (7") treated wood or steel posts which are six feet (6') seven inches (7") on center, (ii) one inch (1") by six inch (6") by six foot (6') number two (2) or better D. E. cedar pickets, (iii) topped by a two inch (2") by four inch (4") horizontal cap rail, (iv) with a two inch (2") by one inch (1") trim board attached to the upper side of the pickets, and (v) a six inch (6") by two inch (2") rot board located at the bottom. The six feet (6') pickets must sit on top of the six inch (6") side of the rot board. No Owner may ever alter the Subdivision Perimeter Fence in any way.

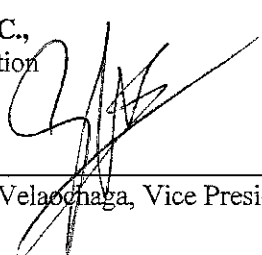
In no event shall any fence or portion thereof be constructed of chain link or wire.


The amendment of the Declaration set forth above shall be deemed to be a part of and shall be interpreted in accordance with the Declaration. All provisions of the Declaration not amended hereby are hereby ratified and confirmed in each and every particular, and shall continue in full force and effect pursuant to the terms of the Declaration.

IN WITNESS WHEREOF, the undersigned for the purpose of acknowledging its consent and approval to the amendment of the Declaration Declarant has executed this instrument as of the date set forth below to be effective upon filing of record in the Official Public Records of Real Property of Harris County, Texas.

Executed on the 19th day of March, 2008.

PERAMCO, INC.,
a Florida corporation

By: 
Gonzalo Velazco, Vice President


COUNTY CLERK
HARRIS COUNTY, TEXAS

2008 MAR 19 PM 1:48

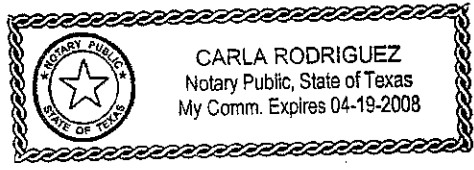
FILED

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on the 19 day of March, 2008, by Gonzalo Velaochaga, Vice President of Peramco, Inc., a Florida Corporation, for the consideration and in the capacities stated therein.

Carla Rodriguez

Notary Public in and for the State of Texas



BUTLER & HAILEY

A PROFESSIONAL CORPORATION
ATTORNEYS AT LAW

RECEIVED BY CHAPARRAL
MANAGEMENT CO. ON

March 27, 2008

MAR 28 2008

Gonzalo Velaochaga, Vice President
Peramco, Inc.
10497 Town & Country Way
Suite 430
Houston, Texas 77024

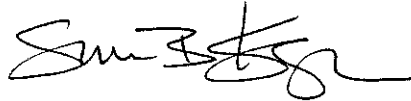
Re: Auburn Lakes Retreat, Section 3

Dear Mr. Velaochaga:

Enclosed for your file is the file-stamped Annexation and Supplemental Declaration for Auburn Lakes Retreat, Section 3. This was filed in Harris County, Texas under County Clerk's File No. 20080136278. By copy of this letter, I am forwarding same to Pamela D. Bailey with CMC, Chaparral Management Company, Inc.

Please contact me with any questions or concerns.

Very truly yours,
BUTLER & HAILEY, P.C.



Susan B. Kryger
Paralegal

/sbk
Enclosure
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