

COPY

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

SUPPLEMENTAL DECLARATION
OF COVENANTS, CONDITIONS AND RESTRICTIONS

FOR

MARINE CREEK RANCH

THIS SUPPLEMENTAL DECLARATION (this "Supplement"), made as of the 5th day of August, 2005, by M & C DEVELOPMENT, LTD., a Texas limited partnership ("Declarant"); and LAKE HOLLOW CORP., a Texas corporation ("LHC");

W I T N E S S E T H:

Introductory Statement

A. Declarant, Hayco Realty, Ltd., and Arcadia Land Partners 19, Ltd. previously executed and filed of record that certain Declaration of Covenants and Restrictions for Marine Creek Ranch (the "Original Declaration") dated as of October 20, 2003, and recorded in Volume 17361, Page 204, Real Property Records of Tarrant County, Texas.

B. LHC is the owner of the real property (the "Phase A Property") described on the Plat of Marine Creek Ranch, Phase A, an Addition to the City of Fort Worth, Tarrant County, Texas, recorded in Cabinet A, Slides 10187 and 10188, Plat Records, Tarrant County, Texas (the "Phase A Plat"). The Phase A Property consists of 241 single family residential lots, 3 common area lots and other easements or rights-of-way to be dedicated to the City of Fort Worth for public use. All single family residential lots and common areas situated within the Phase A Property and designated as such on the Plat are herein collectively called the "Phase A Lots."

D. Pursuant to Section 2.4 of the Original Declaration, Declarant and LHC desire to subject the Phase A Lots to the terms and covenants of the Original Declaration, as amended hereby.

E. Terms used as defined terms in this Supplement but not expressly defined herein shall have the meanings attributable to such terms in the Original Declaration.

NOW, THEREFORE, Declarant declares that the Original Declaration is supplemented as follows:

1. The Phase A Lots shall be held, transferred, sold, conveyed and occupied subject to the covenants, restrictions, easements, charges and liens contained in the Original Declaration.

2. LHC, as the current owner of the Phase A Lots, is a "Class A Member" and is not a "Declarant," as those terms are defined and used in the Original Declaration. However, in recognition of the reduced benefit derived by LHC from the Marine Creek Ranch Homeowners Association, Inc. (the "Association") prior to construction of a residence on, or sale of, a Phase A Lot, LHC shall only be obligated pursuant to Sections 4.3 and 4.5 of the Original Declaration to pay twenty-five percent (25%) of the amount of the per Lot Assessment payable by Members other than Declarant; provided, however, at such time as a Phase A Lot is sold by LHC or a single family residence is constructed on such Phase A Lot, the then current owner of such Phase A Lot shall thereafter be obligated to pay the full Assessment payable by all Members other than Declarant.


3. Prior to the first occupancy of a single family residence constructed on a Phase A Lot, LHC covenants to convey to the Association by special warranty deed the three (3) common areas identified on the Phase A Plat as Lot 1, Block S; Lot 1, Block G and Lot 16, Block G. Such conveyance shall be free and clear of all encumbrances and liens other than the lien of current real estate taxes not in default and utility easements and mineral interests outstanding and of record in Tarrant County, Texas.

4. Except as supplemented by this Supplemental Declaration, the Original Declaration shall be remain in full force and effect.

EXECUTED as of the day and year first above written.

DECLARANT:

M & C DEVELOPMENT, LTD., a Texas limited partnership



Haydn Cutler, General Partner

LHC:

LAKE HOLLOW CORP., a Texas corporation



By: Gary W. Havener, President

This Supplemental Declaration is being executed by TexasBank ("Lienholder"), as the beneficiary of that certain Deed of Trust, Security Agreement and Financing Statement dated August 13, 2004, executed and delivered by Lake Hollow Corp. in favor of Vernon W. Bryant, Jr., Trustee, and recorded as Document No. D204257665, Real Property Records of Tarrant County, Texas (the "Deed of Trust"), for the limited purposes of evidencing the consent of Lienholder to the filing of this Supplement and Lienholder's subordination of the Deed of Trust to this Supplement. Except for such subordination, the lien and other terms and provisions of the Deed of Trust remain in full force and effect.

LIENHOLDER:

TEXASBANK

By: Kevin S. Sawang
Its: Regional Banking Center President

THE STATE OF TEXAS §
 §
COUNTY OF TARRANT §

This instrument was acknowledged before me on the 5th day of Aug, 2005, by Haydn Cutler, General Partner of M & C DEVELOPMENT, LTD., a Texas limited partnership, on behalf of such limited partnership.

Notary Public in and for
the State of Texas

My Commission Expires:

12/15/08

Rita A. Singleton
Printed Name: RITA A. SINGLETON

THE STATE OF TEXAS §
 §
COUNTY OF TARRANT §

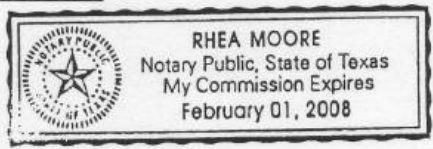
This instrument was acknowledged before me on the 14th day of August, 2005, by Gary W. Havener, President of LAKE HOLLOW CORP., a Texas corporation, on behalf of such corporation.

Notary Public in and for
the State of Texas

My Commission Expires:

2-1-2008

Rhea Moore
Printed Name: Rhea Moore



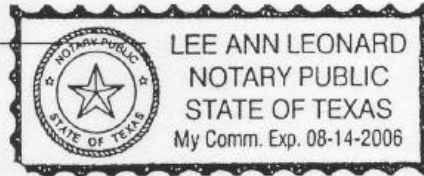
THE STATE OF TEXAS §
 §
COUNTY OF TARRANT §

This instrument was acknowledged before me on the 10 day of Aug, 2005,
by Kevin S. Downing, Regional Banking Center President of TexasBank,
behalf of such banking association.

Notary Public in and for
the State of Texas

My Commission Expires:

08/14/06



Lee Ann Leonard
Printed Name: Lee Ann Leonard

E. Terms used as defined terms in this Second Supplemental Declaration but not expressly defined herein shall have the meanings attributable to such terms in the Declaration.

NOW, THEREFORE, Declarant declares that the Declaration is supplemented as follows:

1. Section 3 and Sections 5 and 6 shall be held, transferred, sold, conveyed and occupied subject to the covenants, restrictions, easements, charges and liens contained in the Declaration.

2. Pursuant to Section 2.3 of the Declaration, the Voting Conversion Date is amended to be July 31, 2008.

3. Except as supplemented by this Second Supplemental Declaration, the Declaration shall be remain in full force and effect.

EXECUTED as of the day and year first above written.

DECLARANT:

M & C DEVELOPMENT, LTD., a Texas limited partnership

Haydn Cutler
Haydn Cutler, General Partner

THE STATE OF TEXAS '

COUNTY OF TARRANT '

This instrument was acknowledged before me on the 21ST day of MARCH, 2007, by Haydn Cutler, General Partner of M & C DEVELOPMENT, LTD., a Texas limited partnership, on behalf of such limited partnership.

Notary Public in and for
the State of Texas

My Commission Expires:

12-15-08

Rita A. Singleton
Printed Name: RITA A-SINGLETON



Exhibit "A"
Section 3

LEGAL DESCRIPTION – 15.364 ACRES

BEING all that tract of land in the City of Fort Worth, Tarrant County, Texas, a part of JOSEPH BOWMAN SURVEY, ABSTRACT No. 79, and being all of that 15.364 acre tract of land conveyed to M & C Development, Ltd. as recorded in Clerks' Document Number D204274829, Tarrant County Deed Records, and being further described as follows:

BEGINNING at an "X" cut in concrete at the south corner of said 15.364 acre tract, said point being in the northwest line of Lot 49, Block 2, Marine Creek Ranch, an addition to the City of Fort Worth as recorded in Cabinet A, Slide 8731, Tarrant County Plat Records, said point being in the northeast line of Huffines Boulevard (100 foot right-of-way);

THENCE Northwesterly, 1037.16 feet with a curve to the right having a central angle of 54 degrees 13 minutes 12 seconds, a radius of 1096.00 feet, a tangent of 561.09 feet, whose chord bears North 26 degrees 58 minutes and 57 seconds West, 998.89 feet to a one-half inch iron rod with "JBI" yellow cap set for corner in the west line of said 15.364 acre tract, said point being in the east line of that called 2.1338 acre tract of land conveyed to M & C Development, Ltd. as recorded in Clerks' Document Number D204274829, Tarrant County Deed Records;

THENCE North 00 degrees 07 minutes 38 seconds East, 85.36 feet with the west line of said 15.364 acre tract and with the east line of said 2.1338 acre tract to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE with the north line of said 15.364 acre tract as follows:

South 89 degrees 52 minutes 22 seconds East, 836.11 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

South 58 degrees 30 minutes 08 seconds East, 263.67 feet to a one-half inch iron rod with "JBI" yellow cap set for corner in the east line of Marine Creek Ranch, an addition to the City of Fort Worth as recorded in Cabinet A, Slide 10502, Tarrant County Plat Records;

THENCE South 37 degrees 15 minutes 52 seconds West, 220.93 feet to a one-half inch iron rod with "JBI" yellow cap set for corner in the south east line of said 15.364 acre tract, said point being in the northwest line of said Marine Creek Ranch recorded in Cabinet A, Slide 8731;

THENCE with the southeast line of said 15.364 acre tract and with the northwest line of said Marine Creek Ranch recorded in Cabinet A, Slide 8731 as follows:

South 52 degrees 44 minutes 08 seconds East, 61.56 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

South 27 degrees 35 minutes 09 seconds West, 142.60 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

Exhibit "A"

Section 3

South 46 degrees 21 minutes 14 seconds West, 436.22 feet to a five-eighths inch iron rod found for corner;

South 35 degrees 54 minutes 27 seconds West, 241.15 feet to the POINT OF BEGINNING and containing 669,269 square feet or 15.364 acres of land.

EXHIBIT "A"
Sections 5 & 6

LEGAL DESCRIPTION - 59.289 ACRES

BEING all that tract of land in the City of Fort Worth, Tarrant County, Texas, a part of the JOSEPH BOWMAN SURVEY, ABSTRACT No. 79, and being a part of that 964.473 acre tract of land conveyed to HAYCO Realty, Ltd. as recorded in Volume 14192, Page 644, Tarrant County Deed Records, and being further described as follows:

BEGINNING at a one-half inch iron rod with "JBI" yellow cap set for corner at the northwest corner of that tract of land described as Parcel One (2.7550 Acres) conveyed to M & C Development, Ltd. as recorded in Clerk's Document Number D204274829, Tarrant County Deed Records;

THENCE North 32 degrees 57 minutes 46 seconds East, 84.06 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Northeasterly, 81.33 feet with a curve to the left having a central angle of 05 degrees 10 minutes 39 seconds, a radius of 900.00 feet, a tangent of 40.69 feet, whose chord bears North 30 degrees 22 minutes and 26 seconds East, 81.30 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE North 27 degrees 47 minutes 07 seconds East, 187.56 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 62 degrees 12 minutes 53 seconds East, 55.00 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Northeasterly, 79.05 feet with a curve to the right having a central angle of 04 degrees 55 minutes 23 seconds, a radius of 920.00 feet, a tangent of 39.55 feet, whose chord bears North 30 degrees 14 minutes and 48 seconds East, 79.02 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE North 32 degrees 42 minutes 30 seconds East, 100.00 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Northeasterly, 1159.11 feet with a curve to the left having a central angle of 61 degrees 29 minutes 34 seconds, a radius of 1080.00 feet, a tangent of 642.44 feet, whose chord bears North 01 degrees 57 minutes and 43 seconds East, 1104.27 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE North 28 degrees 47 minutes 04 seconds West, 283.59 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Northwesterly, 86.45 feet with a curve to the right having a central angle of 05 degrees 23 minutes 01 seconds, a radius of 920.00 feet, a tangent of 43.25 feet, whose chord bears North 26 degrees 05 minutes and 33 seconds West, 86.41 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

EXHIBIT "A"
Sections 5 & 6

THENCE North 23 degrees 24 minutes 03 seconds West, 126.65 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Northwesterly, 86.45 feet with a curve to the left having a central angle of 05 degrees 23 minutes 01 seconds, a radius of 920.00 feet, a tangent of 43.25 feet, whose chord bears North 26 degrees 05 minutes and 33 seconds West, 86.41 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE North 28 degrees 47 minutes 04 seconds West, 104.75 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Northwesterly, 301.84 feet with a curve to the right having a central angle of 15 degrees 02 minutes 18 seconds, a radius of 1150.00 feet, a tangent of 151.79 feet, whose chord bears North 21 degrees 15 minutes and 55 seconds West, 300.97 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 76 degrees 15 minutes 14 seconds West, 10.00 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Northwesterly, 188.71 feet with a curve to the right having a central angle of 09 degrees 19 minutes 15 seconds, a radius of 1160.00 feet, a tangent of 94.56 feet, whose chord bears North 09 degrees 05 minutes and 09 seconds West, 188.50 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 85 degrees 34 minutes 28 seconds West, 32.15 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Northwesterly, 70.00 feet with a curve to the right having a central angle of 03 degrees 29 minutes 15 seconds, a radius of 1150.00 feet, a tangent of 35.01 feet, whose chord bears North 01 degrees 18 minutes and 56 seconds West, 69.99 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE North 00 degrees 25 minutes 42 seconds East, 303.46 feet to a PK nail set for corner in the north line of said 964.473 acre tract, said point being in the south line of Cromwell Marine Creek Road (variable width right-of-way);

THENCE South 89 degrees 50 minutes 22 seconds East, 80.00 feet with the north line of said 964.476 acre tract and with the south line of Cromwell Marine Creek Road to an "X" set in concrete for corner, from which a PK nail found at the northeast corner of said 964.473 acre bears South 89 degrees 50 minutes 22 seconds East, 3610.84 feet;

THENCE South 00 degrees 25 minutes 42 seconds West, 268.07 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Southeasterly, 602.91 feet with a curve to the left having a central angle of 32 degrees 53 minutes 57 seconds, a radius of 1050.00 feet, a tangent of 310.02 feet, whose

EXHIBIT "A"
Sections 5 & 6

chord bears South 16 degrees 01 minutes and 17 seconds East, 594.66 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Southeasterly, 174.14 feet with a curve to the right having a central angle of 09 degrees 04 minutes 13 seconds, a radius of 1100.00 feet, a tangent of 87.25 feet, whose chord bears South 27 degrees 56 minutes and 09 seconds East, 173.95 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 23 degrees 24 minutes 03 seconds East, 114.90 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Southeasterly, 81.28 feet with a curve to the left having a central angle of 05 degrees 23 minutes 01 seconds, a radius of 865.00 feet, a tangent of 40.67 feet, whose chord bears South 26 degrees 05 minutes and 33 seconds East, 81.25 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 28 degrees 47 minutes 04 seconds East, 283.59 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Southeasterly, 68.63 feet with a curve to the right having a central angle of 03 degrees 27 minutes 53 seconds, a radius of 1135.00 feet, a tangent of 34.33 feet, whose chord bears South 27 degrees 03 minutes and 08 seconds East, 68.62 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 78 degrees 37 minutes 00 seconds East, 1193.78 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 11 degrees 23 minutes 00 seconds West, 177.24 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Southwesterly, 145.05 feet with a curve to the left having a central angle of 12 degrees 29 minutes 49 seconds, a radius of 665.00 feet, a tangent of 72.81 feet, whose chord bears South 05 degrees 08 minutes and 05 seconds West, 144.76 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 01 degrees 06 minutes 49 seconds East, 157.75 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 20 degrees 14 minutes 15 seconds East, 245.54 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Southeasterly, 112.67 feet with a curve to the right having a central angle of 15 degrees 33 minutes 21 seconds, a radius of 415.00 feet, a tangent of 56.68 feet, whose chord bears South 12 degrees 27 minutes and 47 seconds East, 112.33 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

EXHIBIT "A"
Sections 5 & 6

THENCE South 04 degrees 41 minutes 07 seconds East, 154.32 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Southwesterly, 62.53 feet with a curve to the right having a central angle of 04 degrees 52 minutes 29 seconds, a radius of 735.00 feet, a tangent of 31.28 feet, whose chord bears South 85 degrees 38 minutes and 28 seconds West, 62.51 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 01 degrees 55 minutes 18 seconds East, 60.00 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Northeasterly, 42.23 feet with a curve to the left having a central angle of 03 degrees 02 minutes 36 seconds, a radius of 795.00 feet, a tangent of 21.12 feet, whose chord bears North 86 degrees 33 minutes and 24 seconds East, 42.22 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 04 degrees 05 minutes 37 seconds West, 272.58 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Southeasterly, 217.80 feet with a curve to the left having a central angle of 11 degrees 49 minutes 42 seconds, a radius of 1055.00 feet, a tangent of 109.29 feet, whose chord bears South 01 degrees 49 minutes and 14 seconds East, 217.41 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 82 degrees 15 minutes 55 seconds West, 120.00 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Southeasterly, 42.54 feet with a curve to the left having a central angle of 02 degrees 04 minutes 28 seconds, a radius of 1175.00 feet, a tangent of 21.27 feet, whose chord bears South 08 degrees 46 minutes and 19 seconds East, 42.54 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 80 degrees 11 minutes 27 seconds West, 50.00 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 09 degrees 48 minutes 33 seconds East, 26.40 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE North 89 degrees 17 minutes 26 seconds West, 369.77 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Southwesterly, 174.23 feet with a curve to the left having a central angle of 24 degrees 38 minutes 53 seconds, a radius of 405.00 feet, a tangent of 88.48 feet, whose chord bears South 78 degrees 23 minutes and 08 seconds West, 172.89 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

EXHIBIT "A"
Sections 5 & 6

THENCE South 66 degrees 03 minutes 41 seconds West, 180.11 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE North 23 degrees 56 minutes 19 seconds West, 83.47 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 66 degrees 03 minutes 41 seconds West, 170.00 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 23 degrees 56 minutes 19 seconds East, 137.59 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Southeasterly, 172.90 feet with a curve to the left having a central angle of 06 degrees 01 minutes 20 seconds, a radius of 1645.00 feet, a tangent of 86.53 feet, whose chord bears South 26 degrees 56 minutes and 59 seconds East, 172.82 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE South 60 degrees 25 minutes 58 seconds West, 376.71 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE North 16 degrees 24 minutes 13 seconds West, 115.27 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Northwesterly, 62.10 feet with a curve to the left having a central angle of 10 degrees 05 minutes 39 seconds, a radius of 352.50 feet, a tangent of 31.13 feet, whose chord bears North 21 degrees 27 minutes and 02 seconds West, 62.02 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE North 26 degrees 29 minutes 52 seconds West, 631.09 feet to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE Northwesterly, 66.81 feet with a curve to the right having a central angle of 10 degrees 12 minutes 28 seconds, a radius of 375.00 feet, a tangent of 33.49 feet, whose chord bears North 21 degrees 23 minutes and 38 seconds West, 66.72 feet to a one-half inch iron rod with "JBI" yellow cap set for corner, said point being in the east line of said Parcel One;

THENCE North 32 degrees 57 minutes 46 seconds East, 70.21 feet with the east line of said Parcel One to a one-half inch iron rod with "JBI" yellow cap set for corner;

THENCE North 57 degrees 02 minutes 14 seconds West, 100.00 feet with the north line of said Parcel One to the POINT OF BEGINNING and containing 2,582,622 square feet or 59.289 acres of land.



RANDY LOCKHART
3825 CAMP BOWIE BLVD

FT WORTH TX 76107

Submitter: CHARLES R LOCKHART

SUZANNE HENDERSON
TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401

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Instrument #: D207102932
OPR 10 PGS \$48.00

By: _____



D207102932

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.