

FIRST AMENDMENT to the DECLARATION OF COVENANTS, CONDITIONS and RESTRICTIONS

FOR

WOODLAND OAKS SUBDIVISION UNIT - 10

(Vacating prior covenants as to Lot 45 only)

STATE OF TEXAS

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KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF GUADALUPE

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THIS DECLARATION is made on the date hereinafter set out by the undersigned **PULTE HOMES OF TEXAS, L.P.**, a Texas Limited Liability Partnership, which was formerly known as **PULTE HOME CORPORATION OF TEXAS**, (hereinafter referred to as "Declarant") the owner and developer of certain lands situated in Guadalupe County, Texas, and known and designated Woodland Oaks Subdivision, Unit - 10, and also by **DuBose Model Home Investments, #104, Ltd.**, being the owner of the real property and improvements located at Lot 47, and also by **Premier Model Home Corporation**, being the owner of the real property located at Lot 46, both of which being real property the subject of the original Declaration of Covenants, Conditions and Restrictions for The Woodland Oaks Subdivision, Unit - 10, filed of record at Volume 1205, Page 210, of the Real Property Records of Guadalupe County, Texas, on the 6th day of May, 1996.

WHEREAS the said Declarant desires to maintain the enforcement of uniform restrictive covenants upon the use and development of lots within The Woodland Oaks Subdivision, and is further desirous of expanding the use and purpose to which various lots within such subdivision may be used while blending and harmonizing such new use or uses with the previously-platted residential lots and common areas and/or facilities for the benefit of all future owners and/or tenants located within said property, and

WHEREAS Article XXXIX (entitled: Amendment) of the original Declaration of Protective Covenants applicable to the real property the subject of this instrument requires the approval of two-thirds (2/3rds) of the owners of lots in order to amend said instrument; and

WHEREAS the Declarant is currently record owner of twenty-five percent (25%) and **DuBose Model Home Investments, #104, Ltd.**, is the owner of twenty-five percent (25%) and **Premier Model Home Corporation**, is the owner of twenty-five percent (25%) of the original lots, cumulatively representing Seventy Five percent (75%) of the ownership of the real property within Unit 10 of the subdivision;

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NOW, THEREFORE, by this instrument AND AS TO THE LOT KNOWN AS LOT 45 ONLY, the prior protective covenants (which may be found of record at Volume 1205, Page 210 of the Real Property Records of Guadalupe County, Texas) are hereby VACATED, and the Declarant reserves for itself, its successors, assigns and designees, the ability to impose a new set of restrictive covenants as are applicable to, and which would be appropriate for, such new use or uses and purpose or purposes as to which said real property may be placed.

EXECUTED this the 20th day of August, 1998.

"DECLARANT"

By: Bart Swider
Pulte Homes of Texas, L.P. (f/k/a Pulte Home Corporation of Texas), by Bart Swider, its Controller and Authorized Representative

APPROVED AND CONSENTED:

DuBose Model Home Investments, #104, Ltd.,
By:

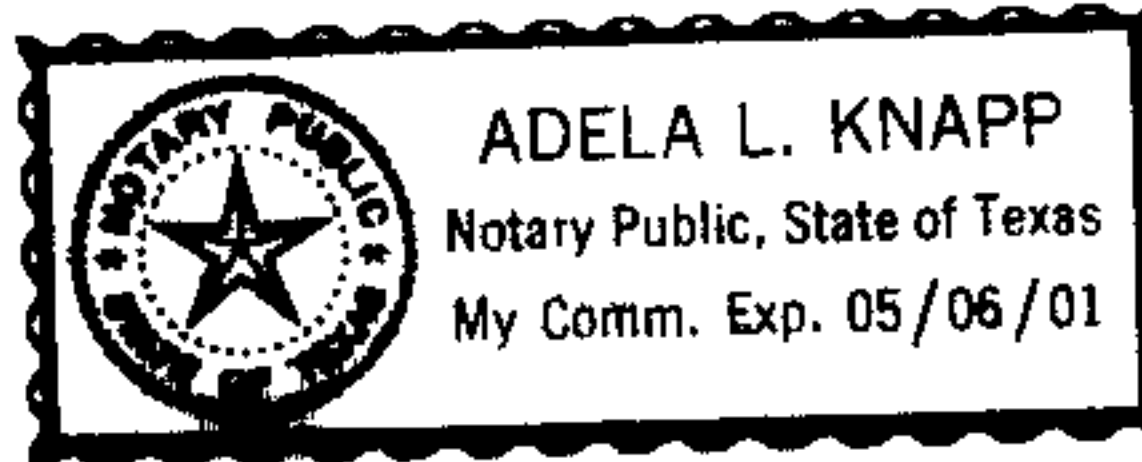
Larry G. DuBose
Larry G. DuBose, its General Partner
(being the owner of the real property and improvements located at Lot 47)

Premier Model Home Corporation,
By:

Larry G. DuBose
Larry G. DuBose, its President
(being the owner of the real property and improvements located at Lot 46)

THE STATE OF TEXAS §
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COUNTY OF BEXAR §

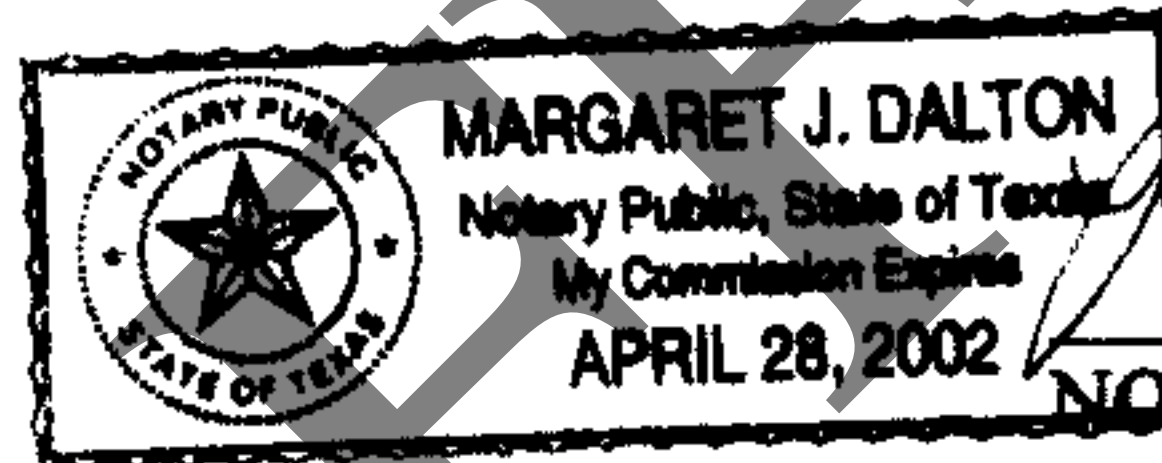
This instrument was acknowledged before me on the 20 day of August, 1998, by BART SWIDER, Controller and Authorized Representative of PULTE HOMES OF TEXAS, L.P. (f/k/a PULTE HOME CORPORATION OF TEXAS), a Texas Limited Liability Partnership, on behalf of said PULTE HOMES OF TEXAS, L.P.



Adela L. Knapp
NOTARY PUBLIC, State of Texas

THE STATE OF TEXAS §
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COUNTY OF HARRIS §

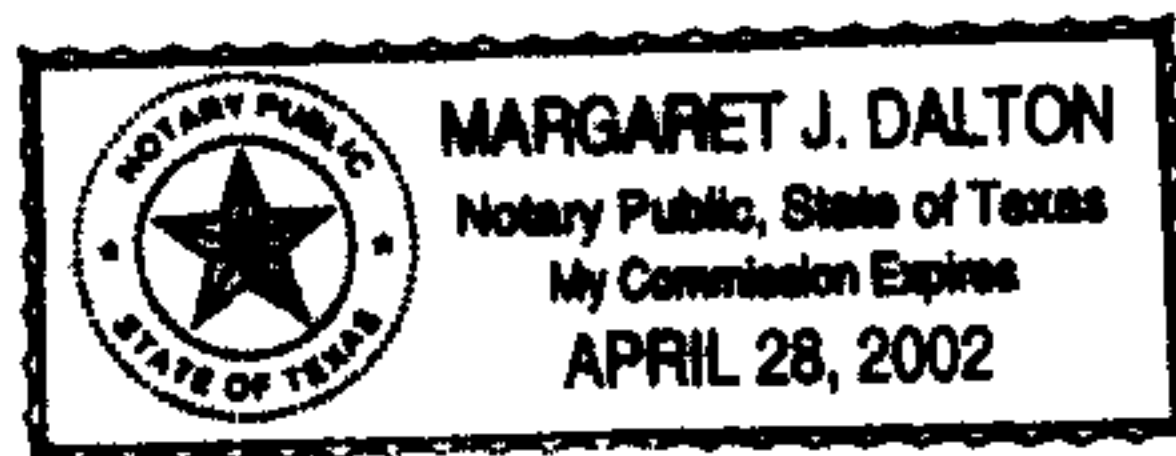
This instrument was acknowledged before me on the 21 day of August, 1998, by LARRY G. DuBOSE, the General Partner of DuBose Model Home Investments #104, Ltd., the owner of Lot 47, to demonstrate said firm's agreement to, acceptance of, and consent to this Amendment.



Margaret J. Dalton
NOTARY PUBLIC, State of Texas

THE STATE OF TEXAS §
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COUNTY OF HARRIS §

This instrument was acknowledged before me on the 21 day of August, 1998, by LARRY G. DuBOSE, the President of Premier Model Home Corporation, the owner of Lot 46, to demonstrate said firm's agreement to, acceptance of, and consent to this Amendment.



Margaret J. Dalton
NOTARY PUBLIC, State of Texas

1375/0040

AFTER RECORDING RETURN TO:

Christopher J. Weber, Attorney at Law
Christopher J. Weber, L.L.C.
The Ariel House
8118 Datapoint Drive
San Antonio, Texas 78229-3268
(210) 614-6400 Voice
(210) 614-6401 FAX

FILED FOR RECORD
98 SEP 30 PM 3:42

LIZZIE M. LORENZ
COUNTY CLERK GUADALUPE CTY.

Lizzie M. Lorenz

THE STATE OF TEXAS
COUNTY OF GUADALUPE

I hereby certify that this instrument was
FILED on the date and at the time stamped
hereon by me and was duly recorded in the
Official Public Records of Guadalupe County,
Texas.



Lizzie M. Lorenz
County Clerk,
Guadalupe County Texas