

COPY

**SECOND AMENDED DECLARATION
OF COVENANTS, CONDITIONS, AND RESTRICTIONS
FOR
COUNTRY CLUB ESTATES**

THE STATE OF TEXAS

COUNTY OF GUADALUPE

This Second Amended Declaration of Covenants, Conditions, and Restrictions for Country Club Estates (hereinafter referred to as the "Second Amended Declaration") is made on the date hereinafter set forth by L.R. Elsik, (hereinafter referred to as the "Declarant")

WHEREAS, Seguin Country Club Estates, L.L.C. has executed and caused to be filed with the County Clerk of Guadalupe County, a Declaration of Covenants, Conditions and Restrictions for Country Club Estates, same being recorded in Volume 1176, Page 963 of the Official Records of Guadalupe County, Texas (hereinafter referred to as the "Declaration") covering the property described as follows:

County Club Estates, a subdivision in Guadalupe County, Texas, according to the map or plat thereof recorded in Volume 5, Pages 268 A & B and 269 A & B of the Map & Plat Records of Guadalupe County, Texas;

(hereinafter referred to as the "Subdivision").

WHEREAS, Seguin Country Club Estates, L.L.C. and L.R. Elsik have executed and caused to be filed with the County Clerk of Guadalupe County, a Designation of Successor Declarant, same being recorded contemporaneously with this Second Amended Declaration in the Official Records of Guadalupe County, Texas, wherein L.R. Elsik was designated as the Declarant in the Declaration, any amendments or modifications to the Declaration and any annexation of additional property to the Declaration.

WHEREAS, Article XV, Section B of the Declaration entitled "Duration and Amendment", provided in part:

In addition, Declarant shall have the right at any time and from time to time, without the joinder or consent of any other party, to amend this Declaration of Covenants, Conditions, and Restrictions by any instrument in writing duly signed, acknowledged, and filed for record in the Official Public Records of Guadalupe County, Texas, for the purpose of correcting any typographical or grammatical error, ambiguity, or inconsistency appearing herein, or for the purpose of complying with any statute, regulation, ordinance, resolution, or any federal, state, county, or municipal governing body, or any agency or department thereof; provided that any such amendment shall be consistent with and in furtherance of the general plan and scheme of development as evidenced by this Declaration of Covenants, Conditions, and Restrictions and any supplemental declarations taken

collectively, and shall not impair or affect the vested property rights of any Owner or his mortgagee.

WHEREAS, it is deemed to be in the best interests of Declarant and any other person who may purchase lots in the Subdivision, that the Declaration be amended as set forth in this Amended Declaration in order to correct typographical errors and mistakes in the Declaration and the amendments herein do not impair or affect the vested property rights of any Owner or his mortgagee.

NOW, THEREFORE, Declarant hereby declares that all of the lots in Country Club Estates, shall be held, sold and conveyed subject to the following easements, restrictions, covenants, and conditions, all of which are for the purpose of enhancing and protecting the value, desirability and attractiveness of the Subdivision. These easements, covenants, restrictions, and conditions shall run with the Subdivision and be binding upon all parties having or acquiring any right, title or interest in a lot located in the Subdivision, their heirs, successors and assigns, and shall inure to the benefit of each owner hereof.

1. Article V, Section D, entitled "Facing of Residences" is amended to read as follows:

D. Facing of Residences. The fronts of residences located on Lots 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 23 and 24 shall face St. James. The fronts of residences located on Lots 1, 2, 3, 4, 5 and 6 shall face Club View West. The fronts of residences located on Lots 7, 8, 30, 31, 32, 33, 34, 36, 37, 38 and 39 shall face Arvin.

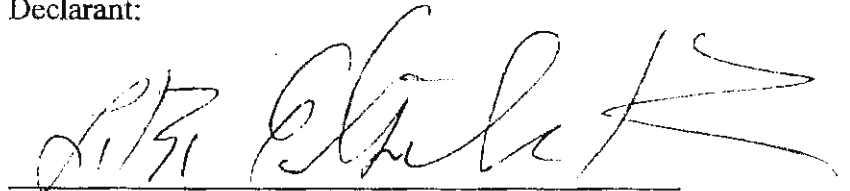
The front of the residence located on Lot 35 shall face north toward Arvin. The fronts of residences located on Lots 65 and 66 shall face Club View South.

2. Article XV, Section A.5 is deleted in its entirety as its inclusion in the Declaration was not intended.

3. All other easements, restrictions, covenants, and conditions and other items described in the Declaration shall remain in full force and effect as stated therein and are incorporated herein by reference for all purposes as if fully set forth at length.

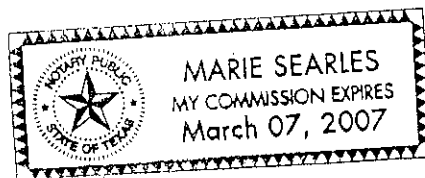
EXECUTED to be effective as of May 6, 2005.

Declarant:



L.R. Elsik

STATE OF TEXAS)



COUNTY OF GUADALUPE)

This instrument was acknowledged before me on 5/6, 2005, by L.R. Elsik.

Marie Searles
Notary Public, State of Texas

PREPARED IN THE OFFICE OF:

Knobles, Raetzsch, Moore & Eveld, L.L.P.
202 N. Camp
Seguin, Texas 78155
Tel: (830) 379-9445
Fax: (830) 379-3714

→ AFTER RECORDING RETURN TO:

Christopher H. Moore
Knobles, Raetzsch, Moore & Eveld, L.L.P.
202 N. Camp
Seguin, Texas 78155

FILED FOR RECORD
2005 MAY 13 AM 8:55
TERESA KIEL
COUNTY CLERK GUADALUPE COUNTY
BY: Teresa Kiel

STATE OF TEXAS
COUNTY OF GUADALUPE
I certify this instrument was FILED on this
date and at the time stamped thereon and
was duly recorded in the Official Public
Records of Guadalupe County, Texas.



Teresa Kiel
TERESA KIEL
Guadalupe County Clerk