

EXHIBIT "E"
TO THE
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR
WISDOM CREEK

DESIGN GUIDELINES

2003210 02532

DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS

EXHIBIT "E"

DESIGN GUIDELINES

Part One: Landscaping, Fences and Exterior Elements

SECTION 1.1 Landscaping:

Upon completion of each dwelling unit the following landscape elements shall be installed prior to occupancy of the dwelling:

1.1.1 Sod: Each dwelling shall have full sod installed for the entire front yard and a minimum of ten (10) feet back from the front wall face for each side yard, or to the side yard fence, whichever is greater.

1.1.2 Trees: Four (4) trees with a minimum caliper of 3", measured at a point six (6) inches above ground level. Existing trees shall qualify for this requirement on a one-to-one basis. The homeowner shall be responsible for the maintenance a preservation of each tree and shall promptly replace dead trees within ninety (90) days of loss occurrence.

1.1.3 Shrubbery and Planting Beds: Each Dwelling shall have a minimum of ten (10) one (1) gallon shrubs planted in a mulched planting bed; the planting bed shall have separation between the sod and bed mulch areas. The homeowner shall be responsible for the maintenance a preservation of the shrubs and planting bed, and shall promptly replace dead plants within ninety (90) day of loss occurrence.

SECTION 1.2 Fences:

1.2.1 Bainbridge Drive and Chaucer Place.: Fence and wall construction shall comply with the materials and details indicated in Exhibit Attachment 1.2.1.1-3. All such fences shall be stained and preserved as follows:

Manufacturer.	Sherwin Williams
Color.	Mountain Ash – SW 3540

1.2.3 Standard Side and Rear Yard Fences: Fence and wall construction shall comply with the materials and details indicated in Exhibit Attachment 1.2.3.1.

DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS

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DESIGN GUIDELINES

SECTION 1.3 Mail Boxes:

1.3.1 Standard Mail Boxes: Mail Box construction shall comply with the materials and details indicated in Exhibit Attachment 1.3.1.1.

Part Two: Dwelling Units

SECTION 2.1 Roofs

2.1.1 Roof Pitch: All Roof Pitches shall have a minimum of 5-in-12 slopes.

2.1.2 Roofing Materials: Roofing materials shall be asphalt shingles with a 20-year rated shingle having a minimum weight of 220 pounds per square (100 square feet) and have a weathered brown or gray color. Other roofing materials shall not be used without written approval from the Architectural Control Committee.

2.1.3 Dormers & Above Roof Chimneys: Dormers and Chimney Chases, above roof structure and roofing materials, may be finished with an approved exterior grade siding material. All Fireplace flues shall be enclosed and finished; exposed pre-fabricated metal flue piping is prohibited.

DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS

EXHIBIT "E"

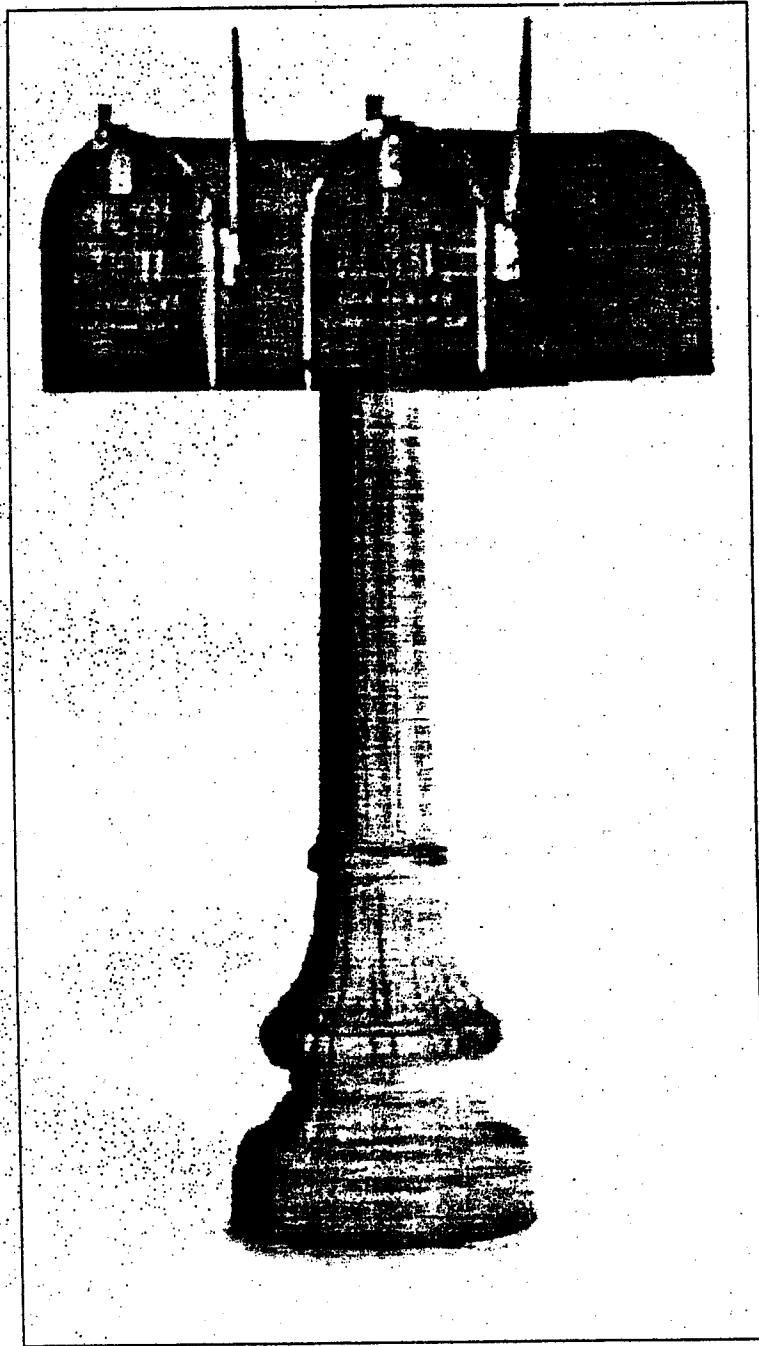
DESIGN GUIDELINES

SECTION 2.3 Elevation Usage

2.3.1 Same Plan with Same Elevation: The repeat of the same floor plan with the same elevation design shall be governed by the following provisions

2.3.1.1 Same Side of Street: When dwelling units, using the same floor plan and same elevation, are constructed on the same side of the street they shall be separated by a minimum of two (2) lots. A one (1) lot separation will be permitted when a street intersection occurs, the street right-of-way serves as a lot equivalent.

2.3.1.2 Opposite Side of Street: When dwelling units, using the same floor plan and same elevation, are constructed on opposite sides of the street they shall not be constructed directly or diagonally across from each other.

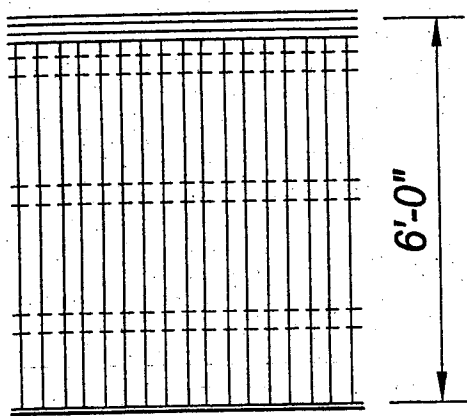
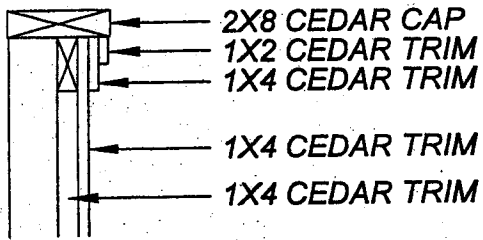


ATTACHMENT: 1.3.1.1

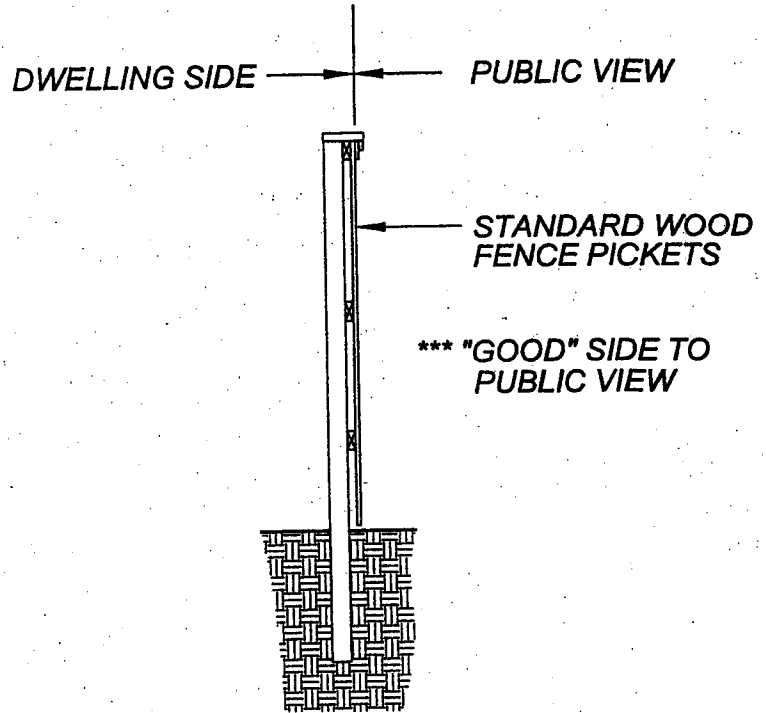
TYPICAL MAILBOX

Manufacturer: American Postal Manufacturing
Model: Salem Double Top Mt Washington Post

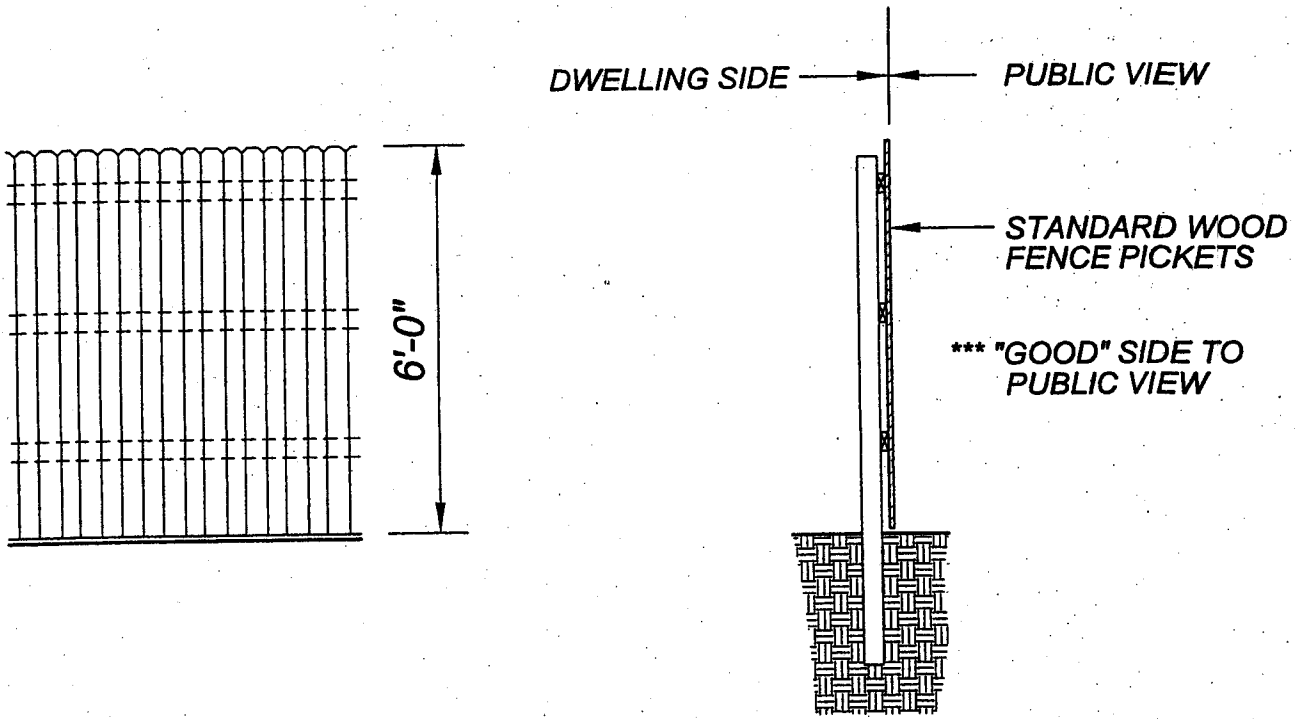
2003 210 02536



*** SHERWIN WILLIAMS
 MOUNTAIN ASH - SW3540 STAIN



**Exhibit Attachment 1.2.1.1-3
 Bainbridge Drive and Chaucer Place Fence Detail**



**Exhibit Attachment 1.2.3.1
Standard Side & Rear Yard Fence Detail**

Declaration of Covenants, Conditions, and Restrictions for Wisdom Creek Phase 1

Street Tree Guidelines

These Street Tree Guidelines are an integral part of the Declaration and impose additional restrictions, covenants, easements and/or rights and obligations on the land described in the Declaration.

The purpose of the Street Tree Guidelines is to clearly define the street tree program and who is responsible for the initial installation and the long-term maintenance of the street trees.

Section 1.1 Initial Installations and Maintenance.

Upon completion of any residence within the Property and prior to the final inspection, the Builder must install the street trees according to the specifications outlined in this Guideline (Exceptions as to timing may be granted at the sole discretion of the Declarant and/or the Association due to inclement weather). After the property has transferred to an Owner, the Owner is responsible for maintaining the trees. In the event the tree needs to be replaced, as determined in the sole discretion of the Declarant and/or the Association, the Owner is responsible for replacing the trees within 90 days of notice. The Declarant and/or the Association shall have the right but not the obligation, to be exercised at its sole option, to remove and replace dead trees and landscaping and charge the costs thereof to the Owner's account as a special individual assessment under Section 10.7 of the Declaration. All the trees in the common areas are the responsibility of the Association to maintain at the sole discretion of the Association.

Section 1.2 Major Entry Street

Wisdom Creek has been designed with one major entry street that runs completely through the property with collectors branching off. This major entry street and the collectors shall be required to have street tree plantings as outlined below:

The entry street named Bronco Drive shall require three trees per lot. These trees shall be placed on the lot as follows: two trees are to be evenly spaced on the individual lot behind the sidewalk and one tree is to be placed within the backyard. See Exhibit "A" for proper placement.

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The required Street Tree shall be:

Bronco Street

<u>Common Name</u>	<u>Scientific Name</u>	<u>Size Required</u>
Red Oak	Quercus shumardi	2" caliper

The required Backyard Tree shall be:

Bronco Street

<u>Common Name</u>	<u>Scientific Name</u>	<u>Size Required</u>
Live Oak	Quercus virginiana	2" caliper

Section 1.3 Collector Streets

The collector streets occur in the residential areas. The street tree program within these areas shall require three trees per lot. Two of these trees are to be evenly spaced on the individual lot behind the sidewalk and one tree shall be placed within the backyard. See Exhibit "A" for proper placement. The required tree for these streets and backyard are as follows:

The Required Street Tree shall be:

Traildust Drive and Trailhouse Drive

<u>Common Name</u>	<u>Scientific Name</u>	<u>Size Required</u>
Red Oak	Quercus shumardi	2" caliper

The Required Backyard Tree shall be:

Traildust Drive and Trailhouse Drive

<u>Common Name</u>	<u>Scientific Name</u>	<u>Size Required</u>
Live Oak	Quercus virginiana	2" caliper

The required Street Tree shall be:

Appaloosa Drive and Cowboy Drive

<u>Common Name</u>	<u>Scientific Name</u>	<u>Size Required</u>
Chinese Pistachio	Pistacia Chinensis	2" caliper

The required Backyard Tree shall be:

Appaloosa Drive and Cowboy Drive

<u>Common Name</u>	<u>Scientific Name</u>	<u>Size Required</u>
Red Oak	Quercus shumardi	2" caliper

Exhibit A

Major Entry Street and Collector Streets
Exhibit to Follow this Page

Braht + Leisner Group
 Landscape Architecture
 Planning

2002 Brookhaven Court
 Garland, Texas 75044

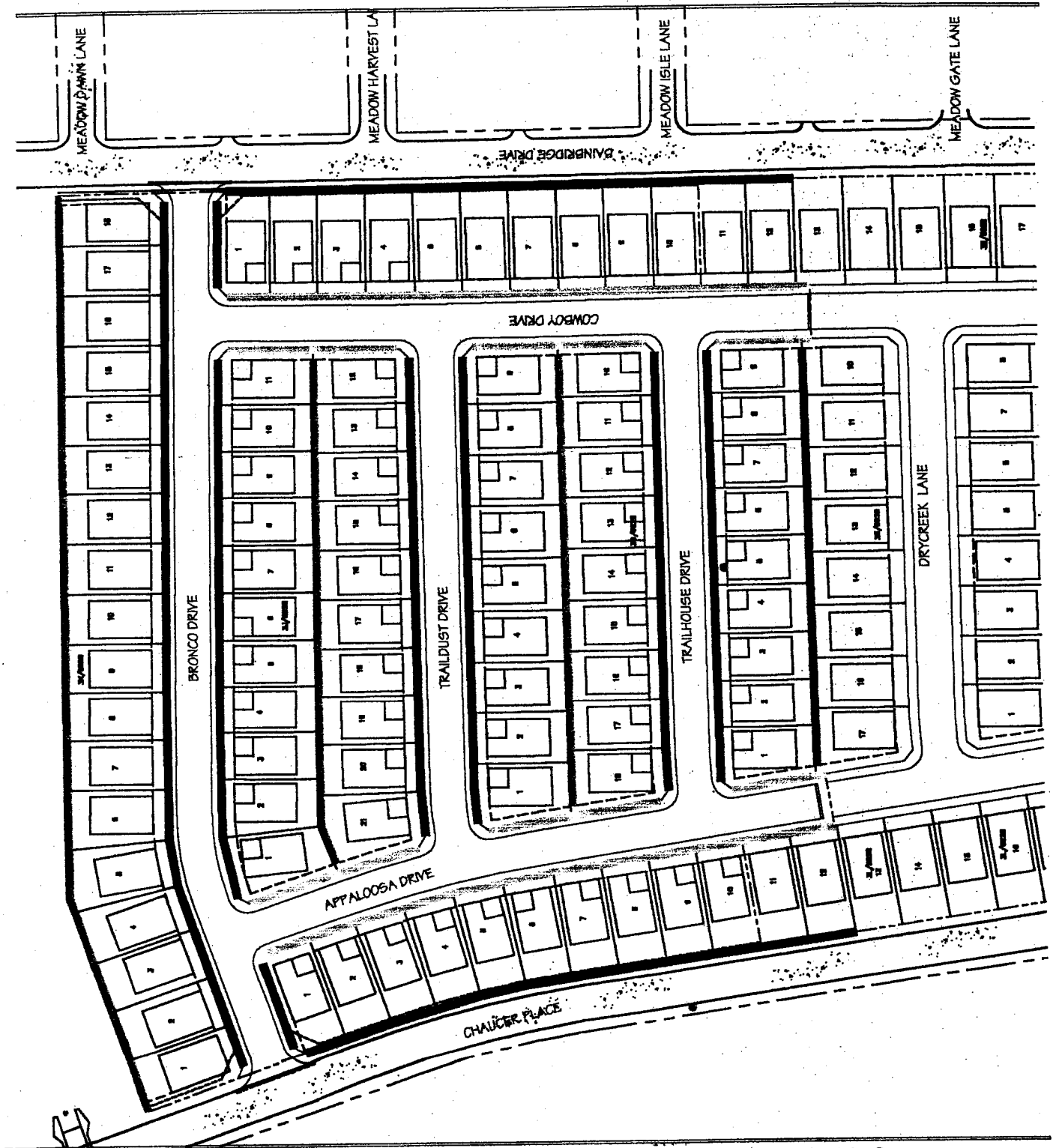
tel: 972-478-8888
 fax: 972-478-5007
 cell: 972-688-8910

Wisdom Creek Street Tree Program

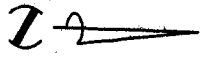
Woodhaven Homes
 August 28, 2003

Legend

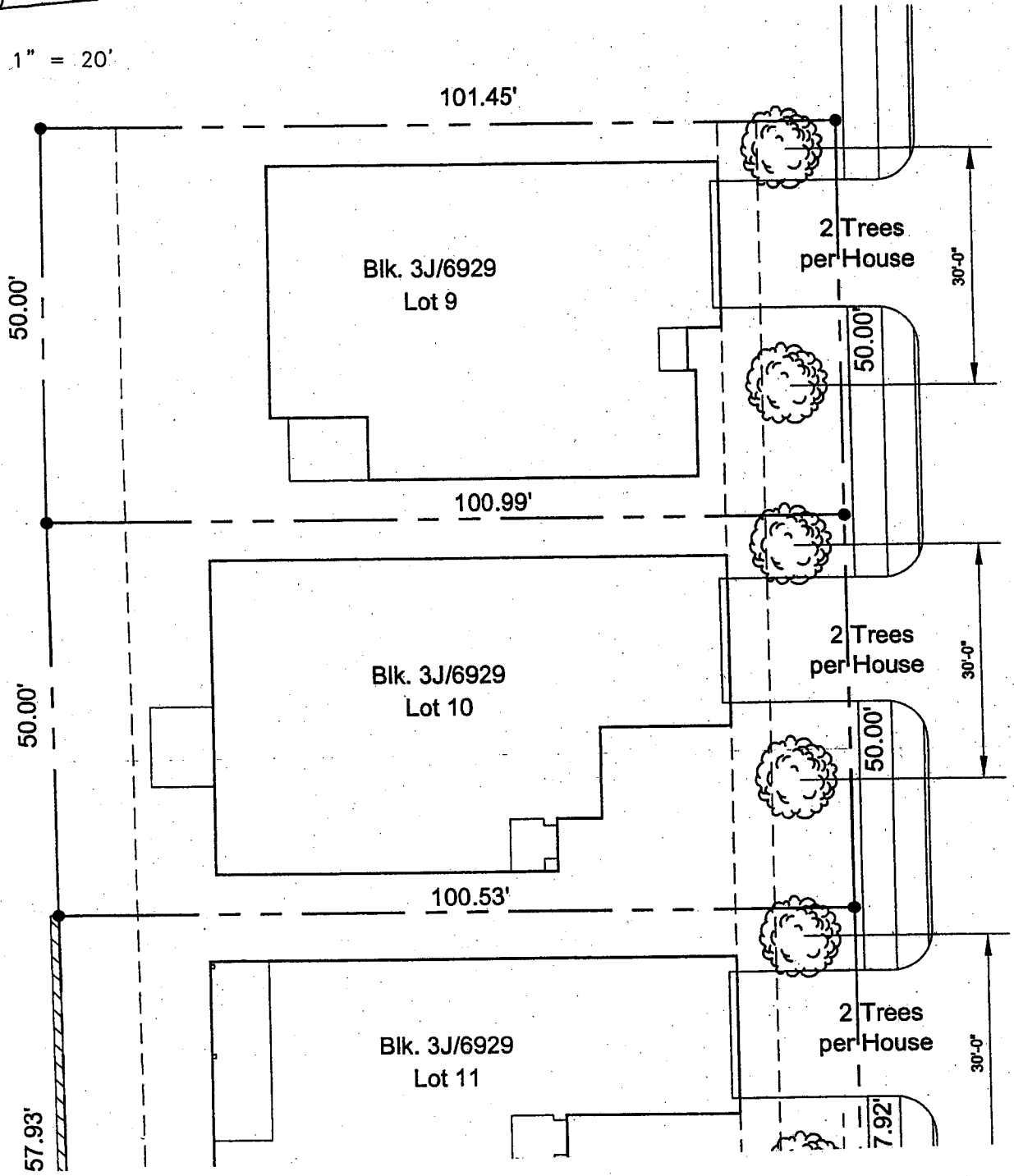
Chinese Pistache	
Red Oak	
Live Oak	



2003210 02542



SCALE: 1" = 20'



Bronco Drive

AFTER RECORDING, RETURN TO:

Judd A. Austin, Jr.
Henry Oddo Austin & Fletcher, P.C.
1700 Pacific Avenue
Suite 2700
Dallas, Texas 75201

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

**AMENDMENT # 1 TO THE DESIGN GUIDELINES
FOR WISDOM CREEK**

WHEREAS, the initial Design Guidelines for Wisdom Creek (the "*Design Guidelines*") were attached as Exhibit "E" to the Declaration of Covenants, Conditions and Restrictions for Wisdom Creek, executed by Encino-Wisdom II, Ltd, a Texas limited partnership, ("*Declarant*"), filed with the office of the Dallas County Clerk on October 23, 2003 as Instrument No. 2607319, and recorded in Volume 2003210, Page 02457, *et seq.* of the Deed Records of Dallas County, Texas (the "*Wisdom Creek Declaration*"); and

WHEREAS, the Wisdom Creek Declaration and the Design Guidelines affect certain real property in Dallas County, Texas more particularly described on Exhibit "A-1" and Exhibit "A-2" attached hereto and incorporated herein for all purposes (the "*Community*"); and

WHEREAS, under Article VII, Section 7.3 of the Wisdom Creek Declaration, the Declarant has the authority to amend the Design Guidelines; and

WHEREAS, the Declarant desires to amend the Design Guidelines by revising Section 1.3.1, entitled *Standard Mail Boxes*, and by deleting the entirety of Section 2.3, entitled *Elevation Usage*.

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS , that the Design Guidelines attached to the Wisdom Creek Declaration are hereby amended by: (i) revising Section 1.3.1 Standard Mail Boxes to read, in its entirety, as follows: *Mail Box construction shall comply with all requirements of the City of Dallas* ; (ii) deleting for all purposes the Exhibit Attachment 1.3.1.1; and (iii) deleting for all purposes and in its entirety Section 2.3, entitled *Elevation Usage*.

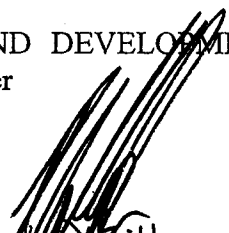
The Design Guidelines, except as modified herein, shall remain in full force and effect and, with the amendments made by virtue of this instrument, shall continue to affect the Community and bind all Owners thereof, until amended as provided in the Wisdom Creek Declaration.

EXECUTED this 4 day of AUGUST, 2004.

DECLARANT:

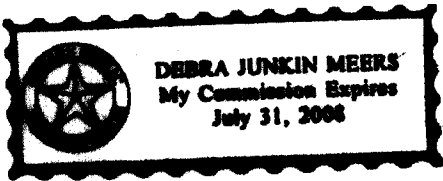
ENCINO-WISDOM II, LTD., a Texas limited partnership

By: RESLAND DEVELOPMENT CORPORATION, its general partner

By: 
Name: Philip Johns
Title: Vice President

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on this 4 day of August, 2004, by Phillip Johns, Vice President of Resland Development Corporation, general partner of Encino-Wisdom II, Ltd., a Texas limited partnership, for the purposes and consideration therein expressed and in the capacities therein stated, on behalf of such corporation and limited partnership.



Debra Junkin Meers
Notary Public, State of Texas

LEGAL DESCRIPTION (Wisdom Creek Phase 1)

Being a 15.247 acre tract of land situated in the John R. Bell Survey, Abstract No. 123, City of Dallas, Dallas County, Texas and being part of that 44.2206 acre tract conveyed to Camp Wisdom/Bainbridge 43 Joint Venture as recorded in Volume 92212, Page 5006, said 44.2206 acre tract being part of block 3/6929 of Canterbury Village, an addition to the City of Dallas, as recorded in Volume 70071, Page 1444, Deed Records, Dallas County, Texas and being all of a 24.1861 acre tract located in City of Dallas Block 6928, as conveyed to Metroplex Equities, Inc., Trustee, as recorded in Volume 72243, Page 1000, Deed Records, Dallas County, Texas, and being more particularly described as follows;

COMMENCING at a 1/2-inch iron rod found at the intersection of the South line of Camp Wisdom Road (a 95 foot right-of-way) with the West line of Bainbridge Drive (a 60 foot right-of-way);

THENCE South $34^{\circ}22'00''$ East, leaving the south line of said Camp Wisdom Road and along the west line of said Bainbridge Drive a distance of 16.97 feet to a 1/2-inch iron rod found for corner, said point being the beginning of a non-tangent curve to right having a radius of 257.00 feet and a chord that bears South $28^{\circ}08'44''$ West a distance of 50.42 feet;

THENCE in a southwesterly direction along said curve to the right with the west line of said Bainbridge Drive, through a central angle of $11^{\circ}15'32''$ an arc distance of 50.50 feet to a 1/2-inch iron rod found for corner, said point being the beginning of a reverse curve to the left having a radius of 317.00 feet and a chord that bears South $16^{\circ}30'45''$ West a distance of 188.14 feet;

THENCE in a southwesterly direction along said curve to the left continuing along the west line of said Bainbridge Drive, through a central angle of $34^{\circ}31'32''$ an arc distance of 191.02 feet to a 1/2-inch iron rod found for corner;

THENCE South $00^{\circ}45'00''$ East, continuing along the west line of said Bainbridge Drive a distance of 201.91 feet to a 5/8-inch iron rod with cap (stamped PETITT_RPLS 4087) set for the POINT of BEGINNING;

THENCE South $00^{\circ}45'00''$ East, continuing along the west line of said Bainbridge Drive a distance of 670.77 feet to a 5/8-inch iron rod with cap set for corner;

THENCE South $89^{\circ}15'00''$ West, leaving the west line of said Bainbridge Drive a distance of 115.00 feet to a 5/8-inch iron rod with cap stamped set for corner;

THENCE South $00^{\circ}45'00''$ East, a distance of 114.16 feet to a 5/8-inch iron rod with cap stamped set for corner;

EXHIBIT

2004 151 1158 A-1

THENCE South $89^{\circ}15'00''$ West, a distance of 56.00 feet to a 5/8-inch iron rod with cap stamped set for corner;

THENCE North $00^{\circ}45'00''$ West, a distance of 10.00 feet to a 5/8-inch iron rod with cap stamped set for corner;

THENCE South $89^{\circ}15'00''$ West, a distance of 465.65 feet to a 5/8-inch iron rod with cap stamped set for corner;

THENCE South $08^{\circ}49'20''$ East, a distance of 10.00 feet to a 5/8-inch iron rod with cap stamped set for corner;

THENCE South $81^{\circ}10'40''$ West, a distance of 56.00 feet to a 5/8-inch iron rod with cap stamped set for corner;

THENCE North $08^{\circ}49'20''$ West, a distance of 97.28 feet to a 5/8-inch iron rod with cap stamped set for corner;

THENCE South $81^{\circ}10'40''$ West, a distance of 115.00 feet to a 5/8-inch iron rod with cap stamped set for corner, said point being in the east line of Chaucer Place (a 60 foot right-of-way);

THENCE North $08^{\circ}49'20''$ West, along the east line of said Chaucer Place a distance of 202.60 feet to a 1/2-inch iron rod found for corner, said point being the beginning of a curve to the left having a radius of 1030.00 feet and a chord that bears North $14^{\circ}00'55''$ West a distance of 186.45 feet;

THENCE in a northwesterly direction along said curve to the left and the east line of said Chaucer Place, through a central angle of $10^{\circ}23'10''$, an arc distance of 186.71 feet to a 1/2-inch iron rod found for corner;

THENCE North $19^{\circ}12'30''$ West, continuing along the east line of said Chaucer Place a distance of 275.36 feet to a 1/2-inch iron rod found for corner, said point being the southwest corner of the Independent American Corp. tract as recorded in Volume 83066, Page 2027 of said Deed Records;

THENCE North $70^{\circ}47'30''$ East, leaving the east line of said Chaucer Place and along the south line of said Independent American tract a distance of 240.69 feet to a 1/2-inch iron rod found for corner;

THENCE North $89^{\circ}10'40''$ East, continuing along the south line of said Independent American tract a distance of 346.26 feet to a 1/2-inch iron rod found for corner, said point being the southeast corner of said Independent American tract;

THENCE South $89^{\circ}41'58''$ East, a distance of 402.13 feet to the POINT of BEGINNING and containing 15.247 acres of land, more or less.

LEGAL DESCRIPTION (Wisdom Creek Phase 2)

Being a tract of land situated in the John R. Bell Survey, Abstract No. 123, City of Dallas, Dallas County, Texas and being a part of the 44.2206 acre tract conveyed to Camp Wisdom/Bainbridge 43 Joint Venture as recorded in Volume 92212, Page 5006, Deed Records, Dallas County, Texas and being more particularly described as follows:

BEGINNING at the southeast corner of Wisdom Creek Phase I, and said point being on the west right of way line of Bainbridge Road (60 foot right of way) an addition to the City of Dallas as recorded in Volume 2003-070, Page 110, of Map Records, Dallas County, Texas;

THENCE South $00^{\circ}45'00''$ East, along the west line of said Bainbridge Drive, a distance of 1302.33 feet to a point for a corner, said point being the beginning of a non-tangent curve to the right;

THENCE Southwesterly, leaving the west line of said Bainbridge Drive, along the north line of Kirnwood Drive (60 foot right-of-way) and the southerly boundary of said tract, along said curve to the right which has a chord that bears South $52^{\circ}36'39''$ West for 277.23 feet, a central angle of $55^{\circ}02'23''$ and a radius of 300.00 feet, for an arc distance of 288.19 feet to a point for a corner;

THENCE South $80^{\circ}07'50''$ West, continuing along the southerly boundary of said tract and the north line of said Kirnwood Drive, a distance of 24.38 feet to a point for corner;

THENCE North $89^{\circ}56'10''$ West, continuing along the southerly boundary of said tract and the north line of said Kirnwood Drive, a distance of 153.87 feet to a point for corner;

THENCE North $00^{\circ}49'20''$ West, continuing along the southerly boundary of said tract and the north line of said Kirnwood Drive, a distance of 3.47 feet to a point for corner;

THENCE South $80^{\circ}07'50''$ West, continuing along the southerly boundary of said tract and the north line of said Kirnwood Drive, a distance of 341.89 feet to a point for the beginning of a tangent curve to the right,

THENCE Northwesterly, leaving the north line of said Kirnwood Drive, along said curve to the right which has a chord that bears North $50^{\circ}16'13''$ West for 22.85 feet, a central angle of $99^{\circ}11'53''$ and a radius of 15.00 feet, for an arc distance of 25.97 feet to a point, said point being in the east line of Chaucer Place (60 foot right-of-way) and the southwest corner of said tract;

THENCE North $00^{\circ}49'20''$ West, along the east line of said Chaucer Place and the west line of said tract, a distance of 957.33 feet to a point for the beginning of a tangent curve to the left;

THENCE Northwesterly, continuing along the east line of said Chaucer Place and the west line of said tract, along said curve to the left which has a chord that bears North 04°49'15" West for 143.65 feet, a central angle of 07°59'51" and a radius of 1030.00 feet, for an arc distance of 143.77 feet to a point for a corner;

THENCE North 08°49'20" West, continuing along the east line of said Chaucer Place and the west line of said tract, a distance of 366.59 feet to a point for a corner, said point being the southwest corner of said Wisdom Creek Phase I;

THENCE leaving the east line of said Chaucer Place and along the southerly boundary of said Wisdom Creek Phase I as follows:

North 81°10'40" East, a distance of 115.00 feet to a point for a corner;

South 08°49'20" East, a distance of 97.28 feet to a point for a corner;

North 81°10'40" East, a distance of 56.00 feet to a point for a corner;

North 08°49'20" West, a distance of 10.00 feet to a point for a corner;

North 89°15'00" East, a distance of 465.65 feet to a point for a corner;

South 00°45'00" East, a distance of 10.00 feet to a point for a corner;

North 89°15'00" East, a distance of 56.00 feet to a point for a corner;

North 00°45'00" West, a distance of 114.16 feet to a point for a corner;

North 89°15'00" East, a distance of 115.00 feet to the POINT OF BEGINNING and containing 1,057,702.91 square feet or 24.28 acres of land, more or less.