

2

**VILLAGE OF BISCAYNE BAY
NOTICE OF CONVEYANCE FEE**

This Notice of Conveyance Fee is being recorded by Shadow Creek Ranch Development Company Limited Partnership, as the developer of the village known as Village of Biscayne Bay, in the community of Shadow Creek Ranch, and by Texas Resource Management L.P. as the assignee of Shadow Creek Ranch Development Company Limited Partnership.

The real property known as the Village of Biscayne Bay is described on Exhibit A attached hereto and made a part hereof. All real property in the Village of Biscayne Bay is subject to a Declaration of Covenants, Conditions and Restrictions for Village of Biscayne Bay which was recorded under Brazoria County Clerk's File No. 2004034202.

Pursuant to Article X, Section 4C of such Declaration, every purchaser of real property in the Village of Biscayne Bay that is assessable by the Village of Biscayne Bay is subject to a Conveyance Fee of \$25.00 at the time of every sale, for a period of twenty years from the recording of the Declaration, which was on June 10, 2004. That twenty year period will end June 10, 2024. Such Conveyance Fees must be collected on all sales and resales during the 20 year period, as more fully set out in the Declaration. The Declaration stipulates such Conveyance Fees to be payable to the Declarant therein, Shadow Creek Ranch Development Company Limited Partnership. Shadow Creek Ranch Development Company Limited Partnership has assigned all rights to receive such Conveyance Fees to Texas Resource Management, L.P.

Such Conveyance Fees should be collected at each sale and remitted payable to the order of Texas Resource Management, L.P. at P.O. Box 95398, Las Vegas, NV 89193-5398.

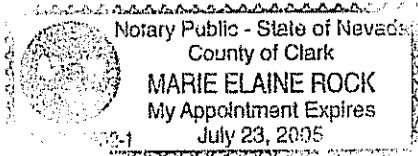
Nothing in this Notice shall be deemed to amend or modify the terms of the Declaration; this is merely to put all purchasers on notice of the obligation to pay the Conveyance Fees and to put all title companies handling closings of the obligation to collect and remit such Conveyance Fees.

SHADOW CREEK RANCH DEVELOPMENT
COMPANY LIMITED PARTNERSHIP
By its general partner, Shadow Creek Ranch, Inc.

By: *Greg W. Cook*
Name: *Greg W. Cook*
Title: *President*

STATE OF Nevada §
COUNTY OF Clark §

This instrument was acknowledged before me on the 7 day of Sept., 2004, by Steve W. Cook, the President with Shadow Creek Ranch, Inc., a Nevada corporation, on behalf of such limited partnership.



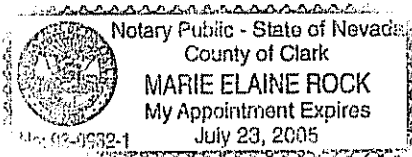
Marie Elaine Rock
Notary Public, State of ~~Texas~~ Nevada

TEXAS RESOURCE MANAGEMENT, L.P.
By its general partner, Texas Resource Management Corporation

By: M. M. Callin
Name: _____
Title: _____

State of Nevada §
County of Clark §

This instrument was acknowledged before me on Sept 7, 2004, by M. M. Callin, Vice President of Texas Resource Management Corporation, general partner of Texas Resource Management, L.P., on behalf of said corporation.



Marie Elaine Rock
Notary Public, State of ~~Texas~~ Nevada

EXHIBIT "A"
(Legal Description)

June 8, 2004
Job No. 1545-0000-101

DESCRIPTION OF
528.469 ACRES
SHADOW CREEK RANCH
VILLAGE OF BISCAYNE BAY

Being 528.469 acres of land located in the S.G. Haynie Survey Abstract 212, the H.T. & B.R.R. Co. Survey, Section 83, Abstract 305, and the H.T. & B.R.R. Co. Survey, Section 82, Abstract 565, in Brazoria County, Texas, being more particularly described by metes and bounds as follows (all bearings referenced to the Texas State Plane Coordinate System, South Central Zone, NAD 27);

BEGINNING at the northwesterly corner of that certain called 76.1973 acres (described as Tract II) conveyed to Pearland Investments Limited Partnership by instrument of record in File No. 99-015973, Official Records of Brazoria County, Texas (B.C.O.R.), File No. 1999028625, Official Public Records of Fort Bend County, Texas (F.B.C.O.P.R.), and File No. T649550, Official Public Records of Real Property of Harris County, Texas (H.C.O.P.R.R.P.) and being on the southerly right-of-way line of F.M. 2234 (Shadow Creek Parkway, 160-foot width), also being on the common county line of Brazoria County and Fort Bend County, Texas;

Thence, with the common line of said F.M. 2234 and said 76.1973 acres, South 60° 48' 37" East, 79.05 feet to a point for corner, the beginning of a curve;

Thence, continuing with said common line, 1507.23 feet, along the arc of a tangent curve to the left having a radius of 5809.58 feet, a central angle of 14° 51' 53", and a chord that bears South 68° 14' 34" East, 1503.00 feet to a point for corner;

Thence, leaving said common line, South 14° 19' 30" West, 25.00 feet to a point for corner;

Thence, South 21° 42' 18" West, 345.78 feet to a point for corner;

528.469 Acres

June 8, 2004
Job No. 1545-0000-101

Thence, South 20° 37' 17" West, 96.88 feet to a point for corner;

Thence, South 08° 27' 03" West, 91.82 feet to a point for corner;

Thence, South 07° 05' 24" East, 92.65 feet to a point for corner;

Thence, South 12° 09' 10" East, 112.87 feet to a point for corner;

Thence, North 83° 05' 30" East, 50.14 feet to a point for corner;

Thence, North 87° 23' 41" East, 184.32 feet to a point for corner;

Thence, South 89° 16' 01" East, 99.76 feet to a point for corner;

Thence, South 85° 01' 24" East, 107.06 feet to a point for corner;

Thence, South 80° 46' 47" East, 97.56 feet to a point for corner;

Thence, South 77° 38' 50" East, 136.16 feet to a point for corner;

Thence, South 77° 54' 06" East, 50.00 feet to a point for corner;

Thence, South 77° 44' 27" East, 86.47 feet to a point for corner;

Thence, South 88° 52' 34" East, 80.19 feet to a point for corner on the westerly right-of-way line of Kingsley Drive (100-foot width) as shown on Shadow Creek Ranch, North Clear Lake Loop, Regents Bay Drive and Kingsley Drive, a plat of record in Volume 24, Pages 74-77, Plat Records of Brazoria County, Texas;

Thence, with said westerly right-of-way line, South 01° 07' 26" West, 916.93 feet to a point for corner, the beginning of a curve;

528.469 Acres

June 8, 2004
Job No. 1545-0000-101

Thence, continuing with said westerly right-of-way line and it's southerly extension, 877.29 feet, along the arc of a tangent curve to the left having a radius of 2050.00 feet, a central angle of $24^{\circ} 31' 11''$, and a chord that bears South $11^{\circ} 08' 10''$ East, 870.62 feet to a point for corner;

Thence, South $23^{\circ} 23' 45''$ East, 272.67 feet to a point for corner, the beginning of a curve;

Thence, 1420.18 feet, along the arc of a tangent curve to the right having a radius of 1950.00 feet, a central angle of $41^{\circ} 43' 42''$, and a chord that bears South $02^{\circ} 31' 53''$ East, 1389.00 feet to a point for corner;

Thence, South $18^{\circ} 19' 58''$ West, 394.87 feet to a point for corner, the beginning of a curve;

Thence, 983.21 feet, along the arc of a tangent curve to the left having a radius of 2050.00 feet, a central angle of $27^{\circ} 28' 47''$, and a chord that bears South $04^{\circ} 35' 34''$ West, 973.81 feet to a point for corner;

Thence, South $09^{\circ} 08' 50''$ East, 97.96 feet to a point for corner, the beginning of a curve;

Thence, 54.98 feet, along the arc of a non-tangent curve to the left having a radius of 35.00 feet, a central angle of $90^{\circ} 00' 00''$, and a chord that bears North $54^{\circ} 08' 49''$ West, 49.50 feet to a point for corner;

Thence, South $80^{\circ} 51' 11''$ West, 333.06 feet to a point for corner, the beginning of a curve;

528.469 Acres

June 8, 2004
Job No. 1545-0000-101

Thence, 203.86 feet, along the arc of a tangent curve to the right having a radius of 1245.00 feet, a central angle of $09^{\circ} 22' 54''$, and a chord that bears South $85^{\circ} 32' 37''$ West, 203.63 feet to a point for corner;

Thence, South $04^{\circ} 31' 42''$ East, 199.42 feet to a point for corner;

Thence, South $07^{\circ} 42' 42''$ West, 204.71 feet to a point for corner;

Thence, South $13^{\circ} 34' 46''$ West, 68.57 feet to a point for corner;

Thence, South $17^{\circ} 39' 41''$ West, 56.54 feet to a point for corner;

Thence, South $18^{\circ} 42' 45''$ West, 221.62 feet to a point for corner;

Thence, South $47^{\circ} 11' 40''$ West, 147.71 feet to a point for corner;

Thence, North $78^{\circ} 14' 45''$ West, 302.39 feet to a point for corner;

Thence, South $10^{\circ} 50' 48''$ West, 422.61 feet to a point for corner;

Thence, South $03^{\circ} 15' 46''$ East, 825.00 feet to a point for corner;

Thence, South $04^{\circ} 49' 30''$ East, 110.04 feet to a point for corner;

Thence, South $03^{\circ} 15' 46''$ East, 102.52 feet to a point for corner;

Thence, South $36^{\circ} 51' 26''$ West, 125.64 feet to a point for corner;

528.469 Acres

June 8, 2004
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Thence, South 03° 15' 46" East, 75.00 feet to a point for corner being on the south line of that certain called 376.681 acre tract conveyed to Pearland Investments Limited Partnership by instrument of record under File No. 99-016813 (B.C.O.R.) and File No. 1999030069 (F.B.C.O.P.R.), and being on the common survey line of aforementioned H.T. & B.R.R. Co. Survey, Section 83 and the H.T. & B.R.R. Co. Survey, Section 84, Abstract 538, Brazoria County, Texas;

Thence, with the said south line and said common survey line, South 86° 44' 14" West, 1262.88 feet to a point for corner being the southeast corner of that certain called 50.981 acre tract (described as South one-half of Davis Tract) conveyed to Ralph S. Davis, Jr. by "Agreed Final Judgement in Partition" of record under File No. 02-060920, (B.C.O.R.) and File No. 2002136052, (F.B.C.O.P.R.);

Thence, leaving said common survey line, with the common line of said 50.981 acres and said 376.681 acres, North 03° 11' 08" West, 841.61 feet to a point for corner being the southeast corner of that certain called 50.980 acre tract (described as North one-half of Davis Tract) conveyed to Pearland Investments Limited Partnership by "Agreed Final Judgement in Partition" of record under File No. 02-060920, (B.C.O.R.) and File No. 2002136052 (F.B.C.O.P.R.), and being the northeast corner of said 50.981 acre tract (described as South one-half of Davis Tract);

Thence, with the common line of said 50.981 acre tract (described as South one-half of Davis Tract) and said 50.980 acre tract (described as North one-half of Davis Tract), South 86° 44' 14" West, 1495.08 feet to a point for corner, being on the aforementioned common line of Fort Bend County and Brazoria County, Texas;

528.469 Acres

June 8, 2004
Job No. 1545-0000-101

Thence, leaving said common line, with said common county line, North $11^{\circ} 37' 55''$ East, 4588.23 feet to a point for corner;

Thence, continuing with said common county line, North $11^{\circ} 37' 26''$ East, 3580.24 feet to the POINT OF BEGINNING and containing 528.469 acres of land.

LJA Engineering & Surveying, Inc.

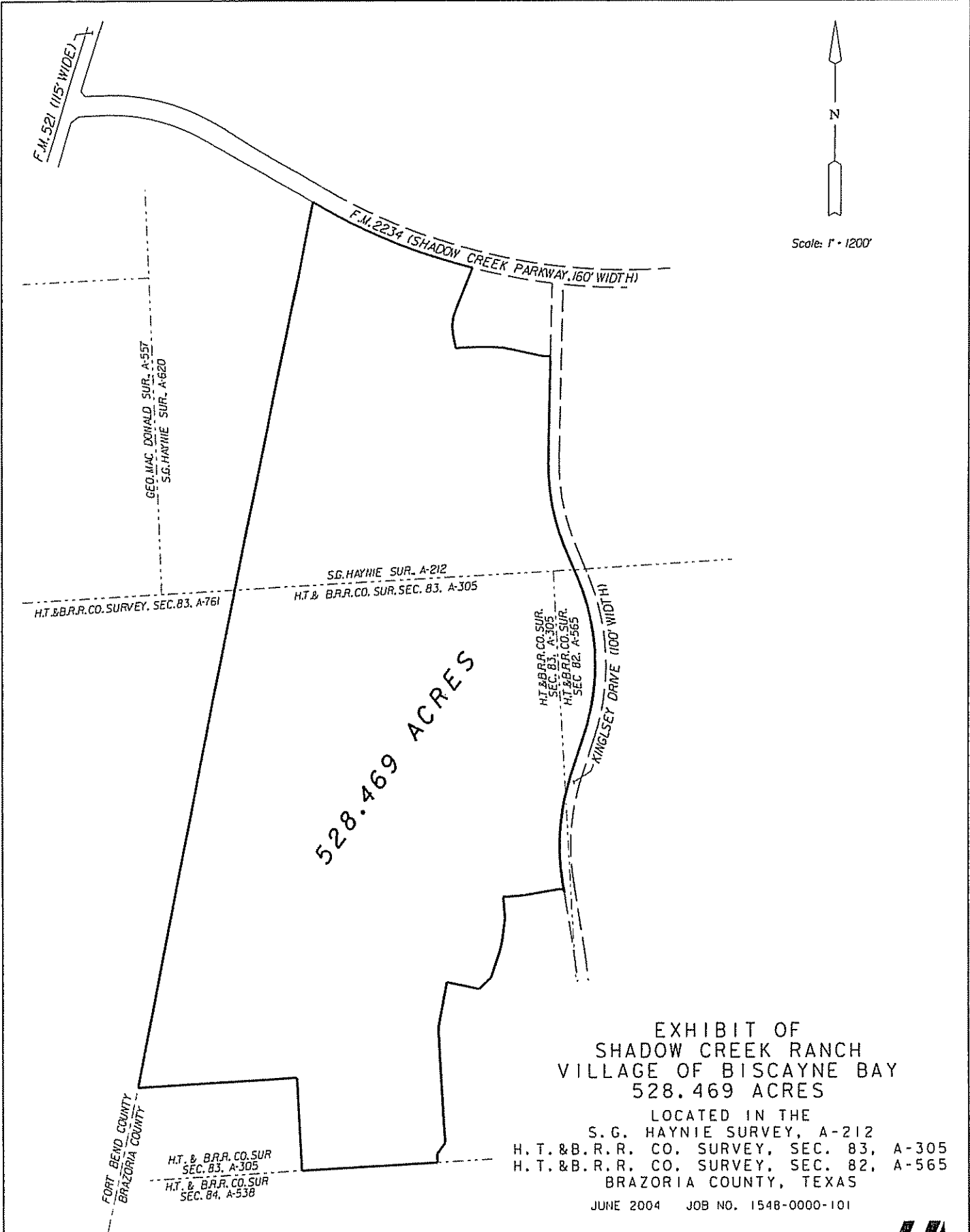


EXHIBIT OF
 SHADOW CREEK RANCH
 VILLAGE OF BISCAIYNE BAY
 528.469 ACRES

LOCATED IN THE
 S. G. HAYNIE SURVEY, A-212
 H. T. & B. R. R. CO. SURVEY, SEC. 83, A-305
 H. T. & B. R. R. CO. SURVEY, SEC. 82, A-565
 BRAZORIA COUNTY, TEXAS

JUNE 2004 JOB NO. 1548-0000-101

LJA Engineering & Surveying, Inc. 

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 Suite 600

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