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AFTER RECORDING RETURN TO:

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Email: rburton@winstead.com

FIFTH AMENDMENT TO
MUELLER MASTER COMMUNITY COVENANT

Travis County, Texas

Cross reference to that certain Mueller Master Community Covenant, recorded as Document No. 2004238007 in the Official Public Records of Travis County, Texas, as corrected by that certain Scrivener's Affidavit, recorded as Document No. 2005039311 in the Official Public Records of Travis County, Texas, as amended by that certain First Amendment to Mueller Master Community Covenant, recorded as Document No. 2006050356 in the Official Public Records of Travis County, Texas, as further amended by that certain Second Amendment to Mueller Master Community Covenant, recorded as Document No. 2006193523 in the Official Public Records of Travis County, Texas, as further amended by that certain Third Amendment to Mueller Master Community Covenant, recorded as Document No. 2009190773 in the Official Public Records of Travis County, Texas, and as further amended by that certain Fourth Amendment to Mueller Master Community Covenant, recorded as Document No. 2010193075 in the Official Public Records of Travis County, Texas.

FIFTH AMENDMENT TO MUELLER MASTER COMMUNITY COVENANT

This Fifth Amendment to Mueller Master Community Covenant (the "**Amendment**") is made by **CATELLUS AUSTIN, LLC**, a Delaware limited liability company (the "**Master Declarant**"), and is as follows:

RECITALS:

A. Master Declarant previously executed and recorded that certain Mueller Master Community Covenant, recorded as Document No. 2004238007 in the Official Public Records of Travis County, Texas, as corrected by that certain Scrivener's Affidavit, recorded as Document No. 2005039311 in the Official Public Records of Travis County, Texas, as amended by that certain First Amendment to Mueller Master Community Covenant, recorded as Document No. 2006050356 in the Official Public Records of Travis County, Texas, as further amended by that certain Second Amendment to Mueller Master Community Covenant, recorded as Document No. 2006193523 in the Official Public Records of Travis County, Texas, as further amended by that certain Third Amendment to Mueller Master Community Covenant, recorded as Document No. 2009190773 in the Official Public Records of Travis County, Texas, and as further amended by that certain Fourth Amendment to Mueller Master Community Covenant, recorded as Document No. 2010193075 in the Official Public Records of Travis County, Texas (collectively, the "**Master Covenant**").

B. Pursuant to *Section 20.2* of the Master Covenant, during the Development and Sale Period, the Master Declarant may unilaterally amend the Master Covenant for any purpose with the prior written consent of the City of Austin. The Development and Sale Period is presently in effect. The City of Austin hereby consents to this Amendment by its execution of this instrument in the space provided below.

C. Master Declarant desires to amend the Master Covenant as set forth hereinbelow.

NOW THEREFORE, Master Declarant hereby amends and modifies the Master Covenant as follows:

1. Exhibit B. Exhibit "B" to the Master Covenant contains a map which depicting portions of the Community intended to be designated as EC/TC Tracts and as Mixed-Use Tracts. Exhibit "B" attached to the Master Covenant is hereby deleted in its entirety and the map attached hereto as Attachment "1" is substituted in its place. The Master Covenant anticipates that portions of the Property will be made a part of the Community by the recordation of an MCC Annexation Notice. The map is intended to be a reference, and the boundaries of the EC/TC Tracts and the Mixed-Use Tracts may be modified through an MCC Annexation Notice.

2. Miscellaneous. Any capitalized terms used and not otherwise defined in this Amendment shall have the meanings set forth in the Master Covenant. Unless expressly

amended by this Amendment, all other terms and provisions of the Master Covenant remain in full force and effect as written, and are hereby ratified and confirmed.

[SIGNATURE PAGES FOLLOW]

Unofficial Copy

EXECUTED to be effective as of the 23 day of September 2015.

MASTER DECLARANT:

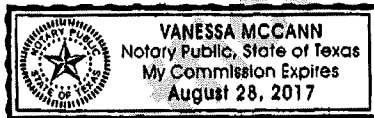
CATELLUS AUSTIN, LLC, a Delaware limited liability company

By: [Signature]
Printed Name: Gregory J. Weaver
Title: Executive Vice President

THE STATE OF TEXAS §
COUNTY OF TRAVIS §

This instrument was acknowledged before me on the 21 day of Sept. 2015, by Gregory J. Weaver, Executive Vice President of Catellus Austin, LLC, a Delaware limited liability company, on behalf of said limited liability company.

[SEAL]



[Signature]
Notary Public Signature.

CONSENT PROVIDED PURSUANT TO SECTION 20.2 OF THE MASTER COVENANT:

THE CITY OF AUSTIN, a Texas home rule
city and municipal corporation

By: Lauraine Rizer
Lauraine Rizer, Officer, Office of Real Estate Services

Date: September 23, 2015

THE STATE OF TEXAS §
COUNTY OF TRAVIS §

This instrument was acknowledged before me on the 23 day of September, 2015,
by Lauraine Rizer, Officer, Office of Real Estate Services of the City of Austin, a municipal
corporation, on behalf of said municipal corporation.

[SEAL]



Linda Roxanne Campos
Notary Public Signature

Approved as to content:

By: Kevin Johns
Kevin Johns
City of Austin, Economic Development
Department

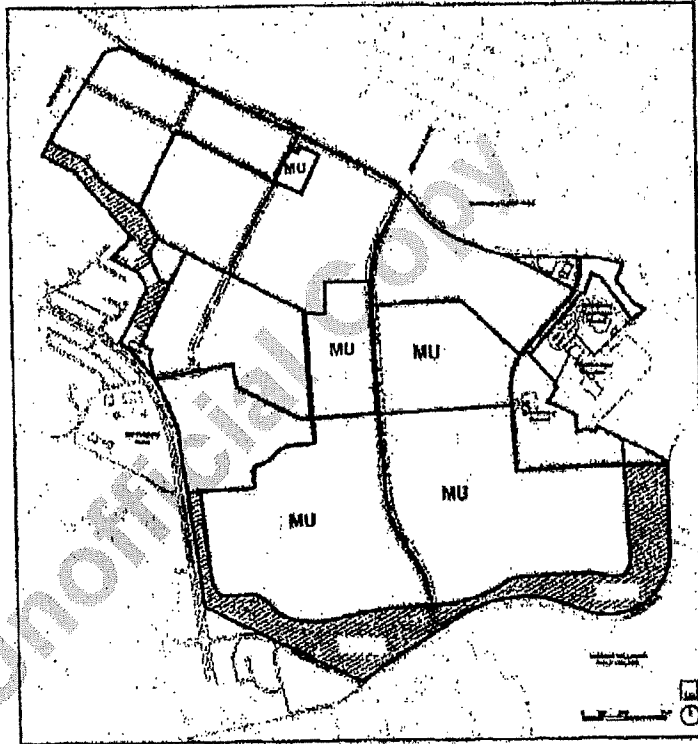
Approved as to form:

By: Clark Cornwell
Clark Cornwell
Assistant City Attorney

Attachment 1

Unofficial Copy

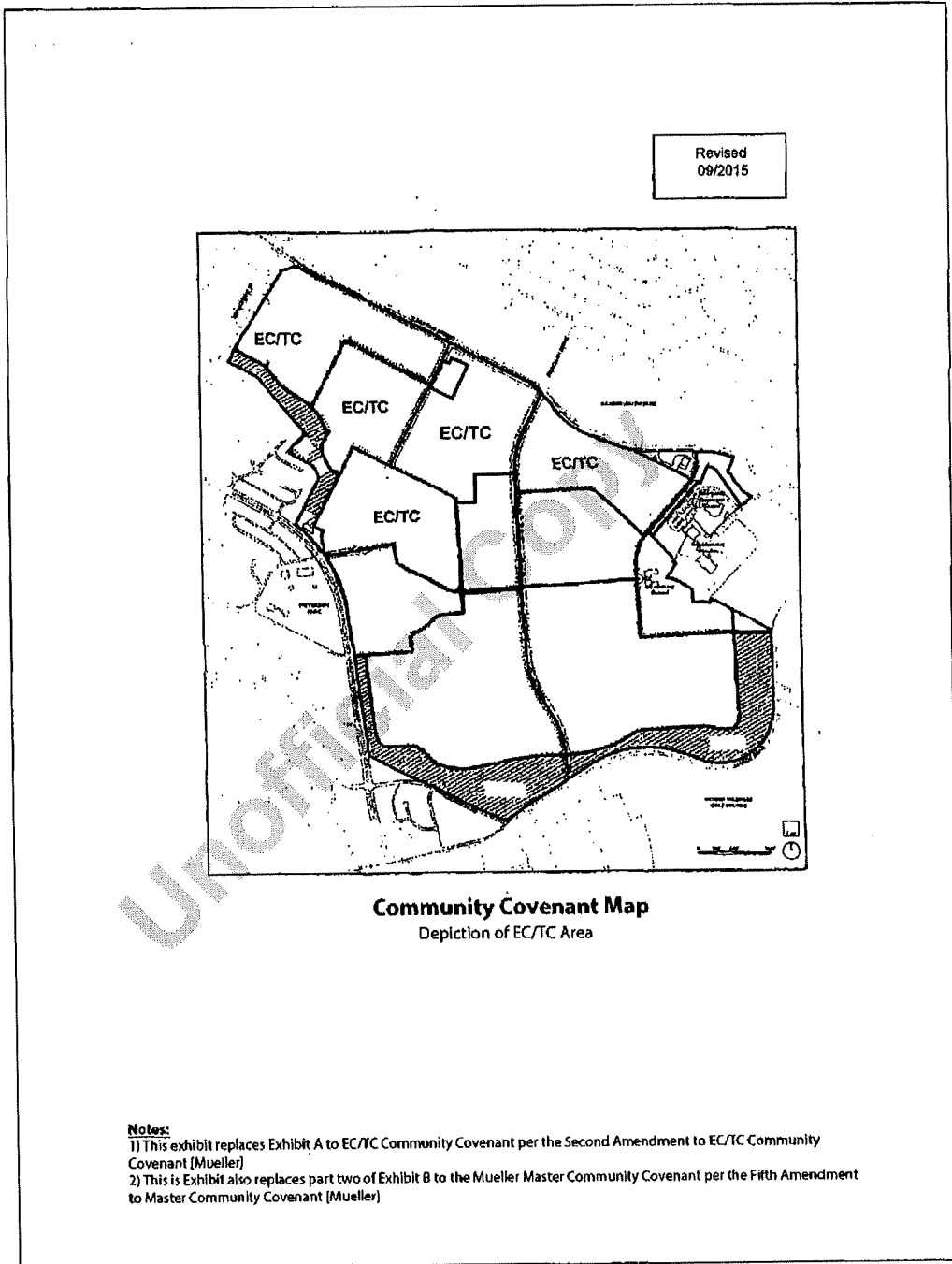
Revised
09/2015



Community Covenant Map
Depiction of Mixed-Use Area

Notes:

- 1) This exhibit replaces Exhibit A to Mixed-Use Community Covenant per the First Amendment to Mixed-Use Community Covenant (Mueller)
- 2) This exhibit also replaces part one of Exhibit B to the Mueller Master Community Covenant per the Fifth Amendment to Master Community Covenant (Mueller)



FILED AND RECORDED
OFFICIAL PUBLIC RECORDS

Dana Debeauvoir

DANA DEBEAUVOIR, COUNTY CLERK
TRAVIS COUNTY, TEXAS

September 24 2015 10:51 AM

FEE: \$ 54.00 2015153449