

Exhibit "B"

BUILDING RESTRICTIONS

No more than one single-family dwelling, containing not less than 1,800 square feet of living area which is heated and air conditioned, exclusive of open porches, breezeways, carports and garages, shall be erected or maintained on a Tract. An Owner may also construct one or more guest homes and other related improvements on a tract, so long as such improvements are for personal use of the Owner and guests or invitees of the Owner.

The exterior of any building shall be completed not later than fifteen (15) months after laying the foundation for such building.

Premanufactured, modular and industrial built homes, double wide, singlewide mobile homes and/or trailer houses are prohibited. No recreational vehicles, travel trailers, or other temporary structures shall be used as a residence on any tract except that a recreational vehicle or travel trailer may be occupied while the residence is under construction.

No residence or other permanent structure (other than fencing and entranceways) shall be constructed, erected or placed nearer than 50 feet from the side or rear property line of the tract and no closer than 75 feet from the front property line.

In the event an Owner shall own title to two or more tracts which have a common boundary line, the building setback restrictions provided herein shall not apply to the common property line of the abutting tracts. Solely for purposes of determination of building setbacks, the tracts shall be treated as if they constituted a single tract of land and there shall be no building setback as to the common boundary line so long as the tracts which share a common boundary line are owned by the same Owner.

USE RESTRICTIONS

Harvesting and taking (hunting) wildlife by Owners, their guests and invitees is permitted. Leasing or other receipt of compensation for harvesting and taking (hunting) wildlife is prohibited.

Abandoned or inoperative equipment, vehicles or junk shall not be permitted or stored on any tract or any portion of any ingress or egress easement.

Tracts shall not be used for any commercial purposes, except permanent agricultural crops including vineyards, fruit trees, pecan groves, permanent grass (hay meadows or grazing pastures), and livestock production. No industrial pursuit or enterprise shall be permitted to be conducted on any tract. Industrial pursuit or enterprise shall mean engaging in the manufacture or assembly of goods or processing of raw materials unserviceable in their natural state for sale or distribution to third parties (other than a cottage industry by an artisan, i.e. artists, painter, photographer, wood, metal or glass sculptor or fabricator) and shall be inclusive of, but not exclusive of:

Auto painting and repair, heavy machinery operation or storage; welding or machine shop or machining business; concrete products manufacture.

"Bed and Breakfast", which is known as tourist lodging services within rooms of the principal residence or separate guest house situated on the tract, shall be permitted. Only one Unit used as a "Bed and Breakfast" within the principal residence shall be permitted. Only one unit used as a "Bed and Breakfast" within a guest house shall be permitted.

Swine shall not be kept on any tract other than in connection with a sanctioned 4-H or FFA livestock project. Other livestock, pets and poultry shall be permitted provided said livestock, pets or poultry are kept within the boundaries of a tract at all times, and they are not unreasonably offensive to adjacent landowners by smell, sound, or otherwise. There shall not be any commercial feeding operations conducted thereon.

Surface mining (including, but not limited to stone, gravel, sand, calichie), or exploration of any type which will damage the surface is prohibited. Road material, including gravel or caliche, used to construct roads on the property may be removed and utilized, after which the removal site shall be restored as much as possible to its original condition. Notwithstanding the foregoing: (a) exploration of water, and the use thereof, is permitted; and (b) excavation for, and installment of, a septic system is permitted.

No cellular tower or other type of commercial tower shall be erected or placed upon the property.

Noxious or offensive activities shall not be permitted on any tract. Owners are to keep their tract clean and neat in appearance and free of litter at all times, including the occasional mowing of grass and weeds which shall enhance the beauty of the tract and act as a fire protection measure. Garbage or refuse shall not be disposed of or buried on any tract.

The Owner of a tract shall fence the perimeter of the tract at Owner's sole cost and expense. The fence shall be constructed of new material and shall be completed and maintained in a good and workmanlike manner, regarding quality

and appearance, and shall be constructed and designed to restrain livestock. Until such time as Owner completes the construction of the required fence, Owner agrees that Developer, Developer's agents or lessees may graze livestock upon the tract purchased by Owner without compensation or lease payment to Owner. Upon completion of the construction of the required fence, all privileges to continue the grazing of livestock by Developer, Developer's agents or lessees shall terminate and immediately cease. No high fence or game fence. Fence shall be constructed to be goat proof.