

MEMORANDUM OF SAN ANTONIO BOTANICAL GARDEN AGREEMENT

THIS MEMORANDUM OF SAN ANTONIO BOTANICAL GARDEN AGREEMENT (this "Memorandum") is made and entered into as of the ____ day of _____, 2017 (the "Effective Date"), by and between the CITY OF SAN ANTONIO, TEXAS, a Texas municipal corporation (the "City") and the SAN ANTONIO BOTANICAL GARDEN SOCIETY, INC., a Texas non-profit corporation ("SABG"); with each party (each a "Party" and collectively, the "Parties") acting herein by and through its hereunto duly authorized representative.

City and SABG have entered into that certain San Antonio Botanical Garden Agreement (the "Original Agreement") pursuant to Ordinance No. 2010-10-21-092, dated October 21, 2010, which incorporates (i) that certain License Agreement (the "License"), for that certain real property known as San Antonio Botanical Garden (the "Property"), more particularly described in Exhibit A attached to the License, and (ii) that certain Lease Agreement (the "Lease") for the Property. The Original Agreement was amended and modified by a letter agreement (the "Letter") dated July 5, 2017 and further amended by a Amendment No. 1 To San Antonio Botanical Garden Agreement (the "First Amendment"). The Original Agreement, the Letter and the First Amendment are collectively referred to as the "Agreement".

The Agreement remains in effect for the following periods:

The term of the License is in effect and expires on December 31, 2018.

The term of the Lease commences on January 1, 2019 and expires on December 31, 2039 unless SABG exercises in its sole discretion, its option to renew the Lease for an additional twenty (20) year term.

In the event of any conflicts between the terms of this Memorandum and the terms of the Agreement, the terms of the Agreement shall control. This Memorandum is not intended to expand the rights of the parties under the Agreement. The other provisions set forth in the Agreement are hereby incorporated by reference into this Memorandum.

This Agreement is executed as of the Effective Date as set forth above.

[The balance of this page intentionally left blank. Signatures appear on the following pages]

**SIGNATURE PAGE
TO
MEMORANDUM OF SAN ANTONIO BOTANICAL GARDEN AGREEMENT**

SABG:

SAN ANTONIO BOTANICAL GARDEN SOCIETY,
INC., a Texas nonprofit corporation

By: _____
Type or
Print Name: _____
Title: _____

STATE OF TEXAS

COUNTY OF BEXAR

This instrument was acknowledged before me, the undersigned authority by _____
_____, the _____ of SAN
ANTONIO BOTANICAL GARDEN SOCIETY, INC., a Texas nonprofit corporation, in the
capacity therein stated and on behalf of said corporation.

Notary Public, State of Texas
My commission expires: _____

**SIGNATURE PAGE
TO
MEMORANDUM OF SAN ANTONIO BOTANICAL GARDEN AGREEMENT**

CITY:

CITY OF SAN ANTONIO, a Texas municipal corporation

By: _____

Type or

Print Name: _____

Title: _____

STATE OF TEXAS

COUNTY OF BEXAR

This instrument was acknowledged before me, the undersigned authority by _____, the _____ of CITY OF SAN ANTONIO, a Texas municipal corporation, in the capacity therein stated and on behalf of said corporation.

Notary Public, State of Texas

My commission expires: _____

Upon Recording, Return to:

Robert P. Jordan

Commercial Escrow Officer

Chicago Title Company

270 N. Loop 1604 East, Suite 120

San Antonio, Texas 78232

**EXHIBIT A
TO
MEMORANDUM OF SAN ANTONIO BOTANICAL GARDEN AGREEMENT
[SEE FOLLOWING 2 PAGES]**

DRAFT

FIELD NOTES
FOR
37.788 ACRE TRACT

A 37.788 acre tract of land, situated in the City of San Antonio, Bexar County, Texas and being a portion of Lot 1, Block 3, N.C.B. A-50, of the Mahncke Park Subdivision of record in Volume 9510 Page 46-48 of the Deed and Plat Records of Bexar County, Texas, all of that 1.790 acre tract of land, known as Funston Place, a 50 foot right of way, closed by Ordinance of record in Volume 13910 Page 1096 of the Official Public Records of Bexar County, Texas and all of Lots 1 through 28, N.C.B. 7186, of the Hilltop Terraces Subdivision of record in Volume 1625 Page 163 of the Deed and Plat Records of Bexar County, Texas and being more particularly described by metes and bounds as follows:

BEGINNING: At a set 1/2" iron rod with a blue plastic cap stamped "KFW SURVEYING" for the northeast corner of the intersection of Funston Place and New Braunsfels Avenue, being the southwest corner of Lot 1, Block 3, of the Mahncke Park Subdivision, for the most westerly northwest corner of the tract described herein.

THENCE: N 89°49'56" E with the south line of Lot 1, Block 3 and the north line of the 1.790 acre tract, a distance of 194.20 feet to a set PK nail with washer stamped "KFW SURVEYING" for an interior corner of the tract described herein.

THENCE: N 00°15'55" W into and across Lot 1, Block 3, a distance of 239.45 feet to a set 1/2' iron rod with a blue plastic cap stamped "KFW SURVEYING" in the south right of way line of Parland Place of the Northview Mahncke Park Subdivision of record in Volume 642 Page 89 of the Deed and Plat Records of Bexar County, Texas and a north line of Lot 1, Block 3 for a corner of the tract described herein.

THENCE: with the south, east and southeast line of the Northview Mahncke Park Subdivision and the south line of Parland Place right of way line and the east line of Millie Lane and the north, west and northwest line of Lot 1, Block 3 the following calls and distances:

1. N 89°54'14" E, a distance of 260.66 feet to a found 1/2" iron rod with "MLS" Cap at the southeast intersection of Parland Place with Millie Lane, for an interior corner of Lot 1, Block 3 and the tract described herein,
2. N 00°02'23" E, a distance of 511.49 feet to a set 1/2" iron rod with a blue plastic cap stamped "KFW SURVEYING" in the southeast line of Lot 19, Block 4, C.B. 6527 for a westerly corner of Lot 1, Block 3 and the tract described herein,
3. N 44°45'48" E, a distance of 482.39 feet to a found concrete monument in the south line of Lot 1, Block 2, C.B. 6525, for the most northerly northwest corner of Lot 1, Block 3 and the tract described herein, and
4. N 89°48'51" E, a distance of 999.96 feet to a found iron pipe in the northwest line of Old Austin Road, for the southeast corner of Lot 40, Block 2, C.B. 6525, the northeast corner of Lot 1, Block 3 and the tract described herein.

THENCE: S 11°58'09" W with the northwest right of way line of Old Austin Road and the southeast line of Lot 1, Block 3, a distance of 1117.42 feet to a found 1/2" iron rod at the northwest intersection of Funston Place with Old Austin Road for the northeast corner of the 1.790 acre tract and the southeast corner of Lot 1, Block 3 and an angle point of the tract described herein.

THENCE: S 06°17'23" W across Funston Place, with the east line of the 1.790 acre tract, a distance of 50.32 feet to a found 1/2" iron rod with "MLSCO" Cap at the southwest intersection of Funston Place with Old Austin Road, for the southeast corner of the 1.790 acre tract, the northeast corner of Lot 28, N.C.B. 7186, Hilltop Terraces Subdivision, for an angle point of the tract described herein.

THENCE: S 11°47'36" W with the southeast line of Lot 28 and the northwest right of way line of Old Austin Road, a distance of 150.62 feet to a found iron pipe at the northwest intersection of Pinckney Street with Old Austin Road and the southeast corner of Lot 28 and the tract described herein.

THENCE: S 89°49'56" W with the south line of Lots 28 thru 1, N.C.B. 7186, of the Hilltop Terraces Subdivision and the north right of way line of Pinckney Street, a distance of 1525.21 feet to a set PK Nail with washer stamped "KFW Surveying" in top of a concrete wall in the east right of way line of New Braunsfels Avenue, for the southwest corner of Lot 1 and the tract described herein.

THENCE: with the east right of way line of New Braunsfels Avenue, the west line of Lot 1 and the 1.790 acre tract the following calls and distances:

1. N 00°10'04" W, a distance of 147.35 feet to a found 1/2" iron rod at the southwest intersection of Funston Place with New Braunsfels Avenue, for the southwest corner of the 1.790 acre tract and the northwest corner of Lot 1, and
2. N 00°05'38" W, a distance of 50.00 feet to the **POINT OF BEGINNING** and containing 37.788 acres (1,646,058 Square Feet more or less) and being described in accordance with a survey prepared by KFW Surveying.

Job No.: 08-094
Prepared by: KFW Surveying
Date: October 28, 2009
File: S:\Draw 2008\08-094 SA Botanical Gardens\37.788 ACRES.doc

