

**FIRST AMENDMENT TO THE
TALLEY ROAD SPECIAL IMPROVEMENT DISTRICT DEVELOPMENT AGREEMENT**

This First Amended Agreement to amend the Talley Road Special Improvement District Development Agreement (this "First Amended Agreement") is entered into by and among the **City of San Antonio**, a Texas home-rule municipal corporation located within Bexar County, Texas (hereinafter, referred to as "City"); **Talley Extension Revitalization Initiative, LLC**, a Texas limited liability company; and **S & P Land Holdings, LLC**, a Delaware limited liability company, owners of the properties described in the below recitals. City, Talley Extension Revitalization Initiative, LLC, and S & P Land Holdings, LLC, shall hereafter collectively be referred to as "Parties" or in the singular as "Party."

RECITALS

WHEREAS, in November 2018 the City entered into a development agreement, which is recorded as Document No. 20190020482 in the Real Property Records of Bexar County, Texas, (hereafter referred to as the "Original Agreement"), establishing terms and conditions to the City's consent to the County's creation of the Talley Road Special Improvement District, originally consisting of 232.314 acres of land, as more particularly described in the Original Agreement and restated in this First Amended Agreement as **Exhibits "A" and "B"**, which are attached hereto, with Wayne Lee Benke, the previous owner of the taxable real property (222.6 acres) contained within the 232.314 acre parcel (the "Benke Tract"); and

WHEREAS, subsequent to entering into the Original Agreement, the Benke Tract was conveyed to Talley Extension Revitalization Initiative, LLC, who determined that it was necessary to expand the boundaries of the District to include an additional 204.83 acre parcel generally located northwest of the intersection of Tamaron Pass and Talley Road in Bexar County, Texas and within the City's extraterritorial jurisdiction, said parcel being more particularly identified in the field notes attached as **Exhibit "C"** and map attached as **Exhibit "D"** to this First Amended Agreement; and

WHEREAS, the 204.83 acre parcel is currently owned by S & P Land Holdings, LLC who intends to convey the parcel to Talley Extension Revitalization Initiative, LLC if the District's boundaries are expanded to include the additional parcel. The Parties desire to amend the Original Agreement to include the additional 204.83 acre parcel of land and to apply all of the terms and conditions under the Original Agreement to the City's consent to the creation of the District to the additional 204.83 acre parcel, if the expansion is approved; and

WHEREAS, it is the Parties' intent that the only amendments to be made to the Original Agreement are those contained herein and that all other provisions of the Original Agreement shall apply to both the 232.314 acre parcel and the 204.83 acre parcel if such expansion is approved.

NOW, THEREFORE, in consideration of the mutual covenants and agreements, and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties now wish to amend the Original Agreement as follows:

The Recitals set forth above are hereby incorporated by reference as if fully set forth herein.

A. SECTION I. DEFINITIONS is hereby amended as follows:

1.7 “District” shall mean the Talley Road Special Improvement District created on December 4, 2018 by order of the Bexar County Commissioners Court, which order is filed in the Official Public Records of Bexar County under Document No. 20180247556, and such District includes the District Property.

1.8 “District Property” shall refer to approximately 232.314 acres of land as described and depicted in the field notes and map attached as **Exhibits “A” and “B”** and approximately 204.83 acres of land as described in the field notes and map attached hereto as **Exhibits “C” and “D”**. The entire District Property consists of the parcels of land which are collectively shown in the map attached hereto as **Exhibit “E”**. All Exhibits referenced in this section are incorporated herein for all purposes.

1.9 “Property” shall refer to the taxable real property contained within the District Property.

1.11 “Master Development Plan” refers to and includes the following:

a. “Master Development Plan – 1” (“MDP-1”) is the proposed general plan of development for the 222.6 acres of taxable real property within the 232.314 acre parcel of land within the boundaries of the District Property as depicted in **Exhibit “F”** to this Agreement, and

b. “Master Development Plan – 2” (“MDP-2”) is the proposed general plan of development for the 204.83 acres of taxable real property within the District Property as depicted in **Exhibit “G”** to this Agreement.

All Exhibits referenced in this section are incorporated herein for all purposes. Both MDP-1 and MDP-2 shall collectively be referred to as the “MDPs”.

1.12 “Owner” shall mean (i) Talley Extension Revitalization Initiative, LLC, as the successor and assignee of Wayne Lee Benke and (ii) S & P Land Holdings, LLC, as the current owner of the 204.83 acre parcel, collectively, and shall include their successors and assigns. It is anticipated that Talley Extension Revitalization Initiative, LLC, will be the successor and assignee of S & P Land Holdings, LLC after the conveyance of the 204.83 acre parcel to Talley Extension Revitalization Initiative, LLC.

B. SECTION II. REPRESENTATIONS AND ACKNOWLEDGMENTS is hereby amended as follows:

2.2 Owner represents that the Property within the District Property are owned as stated in the Recitals and that Talley Extension Revitalization Initiative, LLC and S & P Holdings, LLC each

has the legal capacity and authority to enter into this Agreement and to perform the requirements of this Agreement.

2.4 Owner acknowledges that the City's consent described in Section 4.1 below is for the creation of the District with the boundaries of the District as defined in section 1.8; and for the development of the Project in accordance with Section III of this Agreement.

C. SECTION III. THE PROJECT & PUBLIC INFRASTRUCTURE is hereby amended as follows and by adding Section 3.3:

3.1 The Project consists of certain proposed public infrastructure on the Property, as further described and depicted in the MDPs attached hereto as **Exhibits "F" and "G"**.

3.2 Each of the MDPs may be amended from time to time through the process currently outlined in the City's Unified Development Code ("UDC") with review and approval of the City's Director of the Department of Planning and the Director of the Development Services Department each of whom reserves the right to exercise discretion with respect to MDPs amendment approvals as afforded them under the UDC.

3.3 Development of the Project shall be consistent with the MDPs attached hereto as **Exhibits "F" and "G,"** subject to any amendments to the MDPs in accordance with Section 3.2. Additionally, the public infrastructure for the Project shall be developed in accordance with the provisions of Article 5 of the UDC that are applicable to the City's ETJ. Traffic Impact Analysis and Rough Proportionality Determinations shall be conducted taking into account the development of the entire District Property that is developed by the Owner or Developer, notwithstanding there being separate MDPs for the Project, provided that, if all of the public traffic infrastructure shown on each of the MDPs is developed for the Project, no further requirements will be necessary to satisfy such Traffic Impact Analysis and Rough Proportionality Determinations other than those which would be required for any other property development within the ETJ.

D. SECTION IX. ASSIGNMENT is hereby amended as follows:

9.2 This Agreement (including the duties, rights and obligations set forth herein) may not be assigned by Owner except for assignments to home builders, individual single lot owners, and as described in section 9.3 below, without the prior written consent of City, and subject to approval by the City Council, as evidenced by passage of an ordinance, with the exception of the initial assignment of duties, rights and obligations by Wayne Lee Benke to Talley Extension Revitalization Initiative, LLC and the assignment of this Agreement by S & P Land Holdings, LLC, to Talley Extension Revitalization Initiative, LLC as a result of the conveyance of the 204.83 acre parcel by S & P Land Holdings, LLC to Talley Extension Revitalization Initiative, LLC. Any subsequent assignment by an Owner, except for assignments to home builders, individual single lot owners, and as described in section 9.3 below, shall only be done with the written consent of the City as evidenced by action of the City Council by ordinance. Upon the assignment of rights, duties and obligations under this Agreement by S & P Land Holdings, LLC to Talley Extension Revitalization Initiative, LLC, S & P Land Holdings, LLC shall be relieved of its rights and obligations under this Agreement occurring after this Agreement is assigned to Talley Extension Revitalization Initiative, LLC.

E. SECTION XVII. NOTICE is hereby amended as follows:

17.1 All notices, demands or other communications given in connection with or required under this Agreement must be in writing and delivered to the person to whom it is directed and may be given by (a) overnight delivery using a nationally recognized overnight courier, in which case notice shall be deemed delivered one business day after deposit with such courier, (b) sent by email with a PDF attachment with an original copy thereof transmitted to the recipient by one of the means described in clauses (a), (c) or (d), in which case notice shall be deemed delivered on the date of transmittal of the email with PDF attachment, (c) personal delivery, in which case notice shall be deemed delivered upon receipt or refusal of delivery, or (d) United States certified mail, return receipt requested, postage prepaid, addressed to the addressee, in which case notice shall be deemed delivered three business days after deposit of such notice, postage prepaid, in a mailbox under the care, custody or control of the United States Postal Service. All notices, demands and other communications shall be given to the Parties at the addresses set forth below, or at any other addresses that they have theretofore specified by written notice delivered in accordance herewith:

City: City of San Antonio, Texas
Attention: Bridgett White
Director of Department of Planning
P.O. Box 839966
San Antonio, Texas 78283-3966

Owner: Talley Extension Revitalization Initiative, LLC
Attention: Gordon V. Hartman
1202 W. Bitters, Bldg. 1, Suite 1200
San Antonio, TX 78216

With copies to: Brown & Ortiz, P.C.
Attention: Daniel Ortiz
112 E. Pecan Street, Suite 1360
San Antonio, Texas 78205

Owner: S & P Land Holdings, LLC
Attention: Stephen Stransky, Director
24198 Old Fredericksburg Road
San Antonio, Texas 78257

F. EXHIBITS.

1. Exhibits “A” and “B” to the Original Agreement are the same Exhibits “A” and “B” to this First Amended Agreement.

2. **Exhibit “C”** to the Original Agreement is replaced with **“Exhibit “F”** to this First Amended Agreement;

3. **Exhibits “C”, “D”, E”, and “G”**, to this First Amended Agreement are all new exhibits and were not part of the Original Agreement.

G. ENTIRE AGREEMENT

This First Amended Agreement embodies the complete agreement of the Parties hereto with regard to the subject matter contained herein. All other terms, conditions, covenants and provisions of the Original Agreement, not specifically amended by this document, are hereby retained in their entirety, unchanged, and shall remain in full force in effect for the duration of the Original Agreement.

H. EFFECTIVE DATE

This First Amended Agreement shall be effective upon the effective date of the District’s Board of Directors’ approval of the expansion of the District and the inclusion of the 204.83 acres therein.

I. RECORDATION

This First Amended Agreement shall be recorded in the Real Property Records of Bexar County, Texas.

EXECUTED and **AGREED** to by:

Signatures on the Following Pages

CITY OF SAN ANTONIO, TEXAS

By:

Name: _____

Title: _____

Date: _____

ATTEST/SEAL:

By:

Name: _____

Title: City Clerk

Date: _____

ACKNOWLEDGEMENT

State of Texas §

§

County of Bexar §

This instrument was acknowledged before me on this _____ day of _____, 2019 by _____ of the City of San Antonio, a Texas home rule municipality, on behalf of said municipality.

Date:

Notary Public, State of Texas

My Commission expires: _____

APPROVED AS TO LEGAL FORM:

By:

Name: _____

Title: City Attorney

Date: _____

OWNER:

TALLEY EXTENSION REVITALIZATION INITIATIVE, LLC., a Texas limited liability company

BY:

Gordon V. Hartman

TITLE: President

DATE: _____

ACKNOWLEDGMENT

STATE OF TEXAS §
 §
COUNTY OF BEXAR §

This instrument was acknowledged before me on this _____ day of _____, 2019, by Gordon V. Hartman, President of Talley Extension Revitalization Initiative, LLC, a Texas limited liability company, on behalf of said limited liability company.

Notary Public, State of Texas

Printed Name of Notary: _____

Commission Expires: _____

OWNER

S & P LAND HOLDINGS, LLC, a Delaware limited liability company

BY:

TITLE: _____

DATE: _____

ACKNOWLEDGMENT

STATE OF _____ §
COUNTY OF _____ §

This instrument was acknowledged before me on this _____ day of _____, 2019,
by _____, _____ of S & P Land Holdings,
LLC, a Delaware limited liability company, on behalf of said limited liability company.

Notary Public, State of Texas

Printed Name of Notary: _____

Commission Expires: _____

EXHIBIT "A"
FIELD NOTES FOR 232.314 ACRE PARCEL

**FIELD NOTES
FOR
TALLEY ROAD PUBLIC IMPROVEMENTS DISTRICT**

A **222.6 acre** tract of land, out of the Emanuel Escalera Survey No. 369, Abstract 225, County Block 4405 and the Jose Jacinto Gonzales Survey No. 255, Abstract 269, County Block 4404, both of Bexar County, Texas and being all of a called 4.393 acre tract of land as conveyed to Wayne Lee Benke of record in Volume 3361 Page 617 of the Official Public Records of Bexar County, Texas, the remaining portion of a 20.15 acre tract of land as conveyed to Wayne Lee Benke of record in Volume 5536 Page 1729 of the Official Public Records of Bexar County, Texas, a portion of a called 14.85 acre tract of land as conveyed to Wayne Lee Benke of record in Volume 5536 Page 1726 of the Official Public Records of Bexar County, Texas, a portion of a called 233.0 acre tract of land as described in Volume 5539 Page 405 of the Deed Records of Bexar County, Texas and the remaining portion of a called 9.964 acre tract of land as conveyed to Wayne Lee Benke of record in Volume 3107 Page 186 of the Official Public Records of Bexar County, Texas, all of which were conveyed to Wayne Lee Benke GST Trust of record in Volume 13514 Page 1496 of the Official Public Records of Bexar County, Texas. Said **222.6 acre** tract of land being more particularly described by metes and bounds as follows:

Beginning at a calculated point in the east right-of-way line of Talley Road, a called 60' wide public right-of-way, the westerly line of the 14.85 acre tract and the 233.0 acre tract, for the northwest corner of a called 2.744 acre tract of land as conveyed to Michael and Robyn Klar of record in Volume 7991 Page 631 of the Official Public Records of Bexar County, Texas and the most westerly southwest corner of the tract described herein, from which a found ½" iron rod with a plastic cap stamped "Moy" in the east right-of-way line of Talley Road bears, S 00° 10' 00" E, a distance of 1400.48 feet, thence S 89° 55' 16" E a distance of 13.00 feet;

THENCE: Along and with the easterly and southerly right-of-way line of Talley Road and the westerly lines of the 14.85 acre tract, the 233.0 acre tract and the 20.15 acre tract and the northerly lines of the 20.15 acre tract and the 4.393 acre tract, the following five (5) courses:

1. **N 00° 09' 36" W**, a distance of **682.31 feet** to a calculated point, for an angle point of the tract described herein,
2. **N 00° 00' 08" W**, a distance of **1278.69 feet** to a calculated point, for a point of curvature to the right of the tract described herein, from which a found ½" iron rod bears, N 89° 59' 33" W, a distance of 2.67 feet,
3. With a curve to the right having a radius of **256.48 feet**, an arc length of **400.42 feet**, a delta angle of **089° 27' 04"** and a chord bears, **N 44° 43' 50" E**, a distance of **360.98 feet** to a found ½" iron rod for a point of non-tangency of the tract described herein,
4. **S 89° 52' 59" E**, at a distance of 1454.92 feet passing a found ½" iron rod for the northeast corner of the 4.393 acre tract of land and continuing for a total distance of **1741.93 feet** to a set ½" iron rod with a blue plastic cap stamped "KFW SURVEYING" for an interior corner of the tract described herein, and

5. **N 00° 06' 09" W**, a distance of **61.20 feet** to a set ½" iron rod with a blue plastic cap stamped "KFW SURVEYING" at a westerly exterior corner of a called 157.48 acre tract of land as conveyed to Vise Oaks I, Ltd., of record in Volume 9437 Page 963 of the Official Public Records of Bexar County, Texas, for the most northerly northwest corner of the 233.0 acre tract and the tract described herein;

THENCE: Departing the southeasterly right-of-way line of Talley Road and along and with the common lines between the 157.48 acre tract and the 233.0 acre tract, the following two (2) courses:

1. **N 89° 59' 00" E**, a distance of **943.36 feet** to a found ½" iron rod with a plastic cap stamped "RPLS 4611" for an interior corner of the 157.48 acre tract, the northeast corner of the 233.0 acre tract and the tract described herein, and
2. **S 00° 20' 24" E**, a distance of **4236.14 feet** to a set ½" iron rod with a blue plastic cap stamped "KFW SURVEYING" for the southwest corner of the 157.48 acre tract, in the north line of a called 51.568 acre tract of land as conveyed to Campbelton Road, Ltd., of record in Volume 8187 Page 828 of the Official Public Records of Bexar County, Texas, for the southeast corner of the 233.0 acre tract and the tract described herein;

THENCE: **N 89° 57' 55" W**, along and with the south line of the 233.0 acre tract and the north lines of the 51.568 acre tract and a called 1.332 acre tract of land as conveyed to Donald and Pat Thomas of record in Volume 8294 Page 183 of the Official Public Records of Bexar County, Texas, a distance of **946.64 feet** to a found 1 ½" iron pipe for an interior corner of the 1.332 acre tract, the most southerly southwest corner of the 233.0 acre tract and the tract described herein;

THENCE: **N 00° 07' 09" W**, along and with a westerly line of the 233.0 acre tract and an easterly line of the 1.332 acre tract, at a distance of 357.12 feet passing a found ½" iron rod with a plastic cap stamped "Baker" for a northeast exterior corner of the 1.332 acre tract and the southeast corner of a called 34.616 acre tract of land as conveyed to Emerio G. and Maria F. Plata of record in Volume 10320 Page 1769 of the Official Public Records of Bexar County, Texas, and continuing along and with the westerly line of the 233.0 acre tract and the east line of the 34.616 acre tract, a total distance of **1107.09 feet** to an angle iron post for the northeast corner of the 34.616 acre tract, the southeast corner of the 9.694 acre tract, an interior corner of the 233.0 acre tract and the tract described herein;

THENCE: **N 89° 55' 26" W**, along and with the north line of the 34.616 acre tract and a southerly line of the 233.0 acre tract and the 9.694 acre tract, a distance of **1438.51 feet** to a point for the southeast corner of a called 2.758 acre tract of land as conveyed to Travis Wayne Benke of record in Volume 6021 Page 435 of the Official Public records of Bexar County, Texas and a southwest exterior corner of the tract described herein, from which a found ½" iron rod bears, **S 00° 04' 34" W**, a distance of 0.36 feet;

THENCE: **N 00° 07' 26" W**, along and with the east line of the 2.758 acre tract and into and across the 9.694 acre tract and the 233.0 acre tract, a distance of **210.00 feet** to a point for the northeast corner of the 2.758 acre tract, in the north line of the 9.694 acre tract and for an interior corner of the tract described herein, from which a found ½" iron rod bears, **N 09° 25' 20" E**, a distance of 1.38 feet;

THENCE: **N 89° 55' 26" W**, along and with the north line of the 2.758 acre tract, a distance of **49.91 feet** to a set ½" iron rod with a blue plastic cap stamped "KFW SURVEYING" for a southwest exterior corner of the tract described herein;

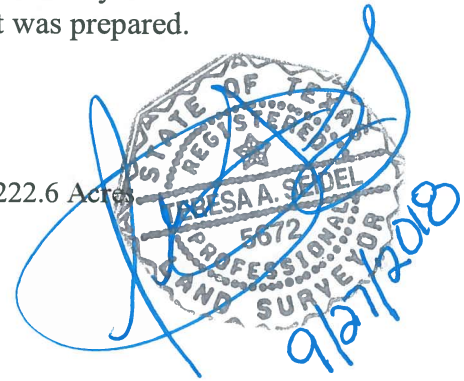
THENCE: N 00° 13' 42" E, into and across the 233.0 acre tract and the 14.85 acre tract, a distance of **338.27 feet** to a set ½" iron rod with a blue plastic cap stamped "KFW SURVEYING" for the southeast corner of the 2.744 acre tract and an exterior corner of the tract described herein

THENCE: Along and with east and north lines of the 2.744 acre tract and continuing into and across the 233.0 acre tract and the 14.85 acre tract, the following two (2) courses:

1. N 00° 07' 57" W, a distance of **227.54 feet** to a found ½" iron rod for the northeast corner of the 2.744 acre tract and an interior corner of the tract described herein, and
2. N 81° 50' 54" W, a distance of **530.79 feet** to the **POINT OF BEGINNING** and containing **222.6 acres**, more or less, in Bexar County, Texas. Said tract being described in accordance with an exhibit prepared by KFW Surveying. Bearings are based on NAD83 (2011) Texas State Plane South Central Zone, 4204. Distances recited herein are surface distances using an average combined scale factor of 0.9998300289.

This document was prepared under 22tac663.21, this is not to be used to convey or establish interests in real property except those rights and interests implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared.

Job No.: 16-146
Prepared by: KFW Surveying
Date: January 24, 2017
File: S:\Draw 2016\16-146 Talley Rd - Benke Tract\DOCS\FN - 222.6 Acres



**FIELD NOTES
FOR
A 7.270 ACRE TRACT
TALLEY ROAD PUBLIC IMPROVEMENT DISTRICT**

A **7.270 acre** tract of land, out of the Emanuel Escalera Survey No. 369, Abstract 225, County Block 4405 and the Jose Jacinto Gonzales Survey No. 255, Abstract 269, County Block 4404, both of Bexar County, Texas and being a portion of Talley Road of Bexar County, Texas and being more particularly described by metes and bounds as follows:

BEGINNING at a found $\frac{1}{2}$ " iron rod, for the southwest corner of the remaining portion of a 10.00 acre tract as conveyed to Joseph M. Faunce of record in Volume 8979 Page 1056 of the Official Public Records of Bexar County, Texas, an exterior corner of Talley Road, a variable width right-of-way, and the southeast corner of the tract described herein;

THENCE: S 89°48'27" W, over and across Talley Road, a distance of **60.00 feet** to a calculated point, for the southeast corner of a 180.88 acre tract as conveyed to S & P Land Holdings, LLC of record in Volume 12472 Page 326 of the Official Public Records of Bexar County, Texas, an interior corner of Talley Road, and the southwest corner of the tract described herein;

THENCE: N 00°11'33" W along and with the west line of Talley Road and the east line of the 180.88 acre tract, a distance of **691.48 feet** to a calculated point, for an angle point of the 180.88 acre tract, the west line of Talley Road and the tract described herein;

THENCE: N 00°10'46" W, continuing along and with the west line of Talley Road and the east line of the 180.88 acre tract, a distance of **1065.12 feet** to a post, for the northeast corner of the 180.88 acre tract, an interior corner of Talley Road and the tract described herein;

THENCE: S 89°50'52" W, along and with the north line of the 180.88 acre tract and a south line of Talley Road, a distance of **13.62 feet** to a found $\frac{1}{2}$ " iron rod with plastic cap stamped "KHA", for the southeast of Lot 901, Block 13 of the Ciudad De Las Palomas Unit 1A, a plat of record in Volume 9677 Pages 147-148 of the Deed and Plat Records of Bexar County, Texas, an exterior corner of Talley Road and the tract described herein;

THENCE: N 00°09'31" W, along and with the east line of Lot 901, Block 13 and the west line of Talley Road a distance of **589.87 feet** to a found $\frac{1}{2}$ " iron rod with plastic cap stamped "KHA", for the northeast corner of Lot 901, Block 13, an exterior corner of a remaining portion of a 218.506 acre tract as conveyed to Ciudad de Las Palomas, LTD of record in Volume 11748 Page 908 of the Official Public Records of Bexar County, Texas, Talley Road and the tract described herein;

THENCE: S 89°50'52" E, along and with a south line of the remaining portion of the 218.506 acre tract and a north line of Talley Road a distance of **13.40 feet** to a found $\frac{1}{2}$ " iron rod with plastic cap stamped "KHA", for the southeast corner of the remaining portion of the 218.506 acre tract, an exterior corner of Talley Road and the tract described herein;

THENCE: N 00°10'46" W, along and with the west line of Talley Road and the east line of the remaining portion of the 218.506 acre tract, a distance **1159.65 feet** to a found ½" rod, for the northeast corner of the remaining portion of the 218.506 acre tract, the southeast corner of a 317.310 acre tract conveyed to Henry J. & Frank G. Jr. Persyn of record in Volume 5980 Page 840 of the Official Public Records of Bexar County, Texas, an angle point of Talley Road and the tract described herein;

THENCE: N 00°09'36" W, along and with the west line of Talley Road and the east line of the 317.310 acre tract, a distance of **1595.93 feet** to a found ½" iron rod for the southeast corner of Lot 1, Block 4 of the Geronimo Village subdivision, a plat of record in Volume 5970 Pages 140-141 of the Deed and Plat Record of Bexar County, Texas, the northeast corner of the 317.130 acre tract and the northwest corner of the tract described herein, from which a found ½" iron rod for the northeast corner of Lot 1, Block 1 of the Geronimo Village subdivision and an exterior corner of Talley Road bears, N 0°01'15" W, a distance of 1595.38 feet;

THENCE: S 89°37'02" E, over and across Talley Road, a distance of **60.00 feet** to a calculated point in the east line of a 14.85 acre as conveyed to Wayne Lee Benke of record in Volume 5536 Page 1726 of the Official Public Records of Bexar County, Texas, for the northeast corner of the tract described herein;

THENCE: S 00°09'36" E, along and with the east line of Talley Road and the west lines of the 14.85 acre tract, a 2.744 acre tract as conveyed to Michael L. & Robyn K. Klar of record in Volume 7991 Page 631 of the Official Public Records of Bexar County, Texas, a 183.61 acre tract as conveyed to Wayne Lee Benke of record in Volume 18572 Page 505 of the Official Public Records of Bexar County, Texas, a 2.758 acre tract as conveyed to Travis Wayne Benke of record in Volume 6021 Page 435 of the Official Public Records of Bexar County, Texas, a remaining portion of 34.616 acres as conveyed to Emerio G. & Maria E. Plata of record in Volume 10320 Page 1769 of the Official Public Records of Bexar County, Texas, a distance of **1595.35 feet** to a calculated point, for an angle point of the remaining portion of the 34.616 acre tract, Talley Road, and the tract described herein;

THENCE: S 00°10'46" E, continuing along and with the east line of Talley Road and the west line of the remaining portion of the 34.616 acres, a distance of **487.44 feet** to a calculated point, for the southwest corner of the remaining portion of the 34.616 acres, an interior corner of Talley Road and the tract described herein;

THENCE: S 89°55'16" E, along and with the south line of the remaining portion of the 34.616 acres and a north line of Talley Road, a distance of **13.00 feet** to a found ½" iron rod with plastic cap stamped "Moy", for the northwest corner of Lot 1, Block 12 of the Talley Road subdivision, a plat of record in Volume 9608 Page 105 of the Deed and Plat Records of Bexar County, Texas, an exterior corner of Talley Road and the tract described herein;

THENCE: S 00°10'51" E, along and with the west line Lot 1, Block 12 and the east line of Talley Road, a distance of **199.74 feet** to a found ½" iron rod with plastic cap stamped "Baker", in the north line of a 101.216 acre tract as conveyed to Donald & Pat Thomas of record in Volume 6362 Page 1523 of the Official Public Records of Bexar County, Texas, for the southwest corner of Lot 1, Block 12, an exterior corner of Talley Road and the tract described herein;

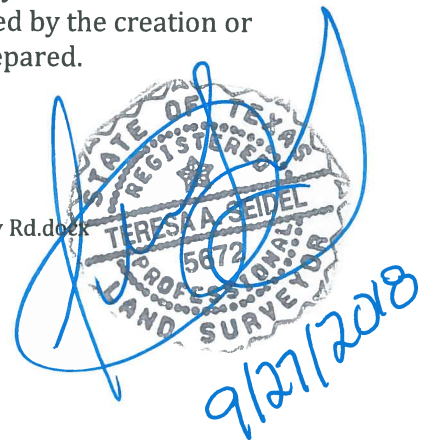
THENCE: N 89°55'16" W, along and with the north line of the 101.216 acres and a south line of Talley Road, a distance of **13.00 feet** to a calculated point, for the northwest corner of the 101.216 acres and an interior corner of Talley Road and the tract described herein;

THENCE: S 00°10'46" E, along and with the west line 101.216 acres and the east of Talley Road, a distance of **2127.37 feet** to a found ½" iron rod, for the southwest corner of the 101.216 acres, a northwest corner of a 8.00 acre tract as conveyed to Alamo Community Church-San Antonio of record in Volume 18164 Page 1127 of the Official Public Records of Bexar County, Texas, an angle point of Talley Road and the tract described herein;

THENCE: S 00°11'33" E, along and with the east line of Talley Road, the west lines of the 8.00 acre tract and the remaining portion of the 10.00 acre tract, a distance of **691.47 feet** to the **POINT OF BEGINNING** and containing **7.270** acres or 316,663 square feet more or less, in Bexar County, Texas. Said tract being described in accordance with an exhibit prepared by KFW Surveying. Bearings are based on NAD83 Texas State Plane South Central Zone.

This document was prepared under 22tac663.21, this is not to be used to convey or establish interests in real property except those rights and interests implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared.

Job No.: 16-146
Prepared by: KFW Surveying
Date: September 26, 2018
File: S:\Draw 2016\16-146 Talley Rd - Benke Tract\DOCS\ FN - 7.270 Ac Talley Rd.docx



**FIELD NOTES
FOR
A 2.444 ACRE TRACT
TALLEY ROAD PUBLIC IMPROVEMENT DISTRICT**

A **2.444 acre** tract of land, out of the Emanuel Escalera Survey No. 369, Abstract 225, County Block 4405 and the Jose Jacinto Gonzales Survey No. 255, Abstract 269, County Block 4404, both of Bexar County, Texas and being a portion of Talley Road of Bexar County, Texas and being more particularly described by metes and bounds as follows:

BEGINNING at a found $\frac{1}{2}$ " iron rod in the north right-of-way line of Talley Road, a variable width right-of-way, for the southeast corner of Lot 6 and the southwest corner of Lot 5 both of the Garden Acres Subdivision, a plat of record in Volume 9300 Page 59 of the Deed and Plat Records of Bexar County, Texas, from which a found $\frac{1}{2}$ " iron rod for the southwest corner of Lot 6, bears N 89°53'59"W, a distance of 214.30 feet;

THENCE: S 89°52'59" E along and with the north right-of-way line of Talley Road and the south line of Lot 5 and Lot 4 of the Garden Acres Subdivision, a distance of **303.43 feet** to a point, for an angle point of the south line of Lot 4 and the north line of Talley Road and the tract described herein;

THENCE: S 89°52'53" E continuing along and with the north right-of-way line of Talley Road and the south line of Lot 4, a distance of **4.36 feet** to a point, for a point of curvature to the left of the south line of Lot 4 and the north line of Talley Road and the tract described herein;

THENCE: continuing along and with the north right-of-way line of Talley Road and the south line of Lot 4, a 2.00 acre tract conveyed to Paul L. & Mary J. Hegdal of record in Volume 6205 Page 1220 of the Official Public Record of Bexar County Texas, Old Talley Road and a 1.31 acre tract conveyed to Carlos & Norma Alvarez of record in Volume 14384 Page 308 of the Official Public Record of Bexar County, Texas with the curve to the left having an arc of **794.15 feet**, a radius of **683.20 feet**, a delta of 66°36'00" and a chord bears **N 56°55'48"E**, a distance of **750.19 feet** to a point, for the point of curvature and the most northerly corner of the tract described herein, from which a found $\frac{1}{2}$ " iron rod, bears N 23°45'20"E, a distance of 398.41 feet;

THENCE: S 66°22'12" E over and across Talley Road, a distance of **60.00 feet** to a found $\frac{1}{2}$ " iron rod in the southeast line of Talley Road and the northwest line of a 157.48 acre tract conveyed to Vise Oaks I, LTD of record in Volume 9437 Page 963 of the Official Public Record of Bexar County, Texas, for a point of curvature and the northeast corner of the tract described herein, from which a found $\frac{1}{2}$ " iron rod, bears N23°45'20"E, a distance of 876.96 feet;

THENCE: along and with the southeast line of Talley Road and the northwest line of a 157.48 acre tract the following two (2) courses:

1. with a curve to the right having an arc of **262.71 feet**, a radius of **743.20 feet**, a delta of **20°15'11"** and a chord bears **S 33°45'23"W**, a distance of **261.34 feet** to a point, for an interior corner of the tract described herein, and
2. **S 00°16'43" E**, a distance of **167.92 feet** to a set 1/2" iron rod with Blue Plastic Cap Stamped "KFW Surveying", at the southwest corner of the 157.48 acre tract, for the northwest corner of a 183.61 acre tract conveyed to Wayne Lee Benke of record in Volume 18572 Page 505 of the Official Public Record of Bexar County, Texas;

THENCE: S 00°06'09" E, continuing along and with the southeast line of Talley Road and the northwest line of the 183.61 acre tract, a distance of **61.20 feet** to a set 1/2" iron rod with Blue Plastic Cap Stamped "KFW Surveying", for an interior corner of the 183.61 acre tract and the southeast corner of the tract described herein;

THENCE: N 89°52'59" W along and with the south line of Talley Road and the north line of the 183.61 acre tract, a 4.393 acre tract conveyed to Wayne Lee Benke of record in Volume 3361 Page 617 of the Official Public Record of Bexar County, Texas and the remaining portion of a 20.15 acre tract conveyed to Wayne Lee Benke of record in Volume 5536 Page 1729 of the Official Public Record of Bexar County, Texas, a distance of **847.26 feet** to point, for the southwest corner of the tract described herein;

THENCE: N 00°07'01" E over and across Talley Road, a distance of **60.00 feet** to the **POINT OF BEGINNING** and containing 2.444 acres or 106,455 square feet more or less, in Bexar County, Texas. Said tract being described in accordance with an exhibit prepared by KFW Surveying. Bearings are based on NAD83 Texas State Plane South Central Zone.

This document was prepared under 22tac663.21, this is not to be used to convey or establish interests in real property except those rights and interests implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared.

Job No.: 16-146
Prepared by: KFW Surveying
Date: September 26, 2018
File: S:\Draw 2016\16-146 Talley Rd - Benke Tract\DOCS\ FN - 2.444Ac Talley Rd.docx

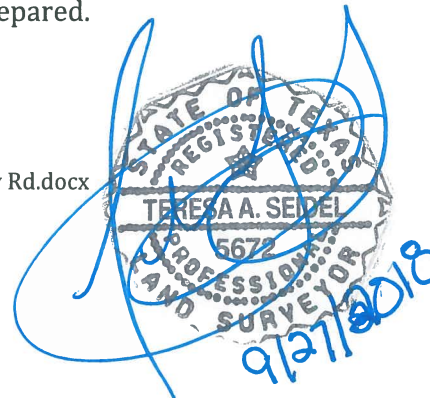


EXHIBIT "B"
MAP OF 232.314 ACRE PARCEL

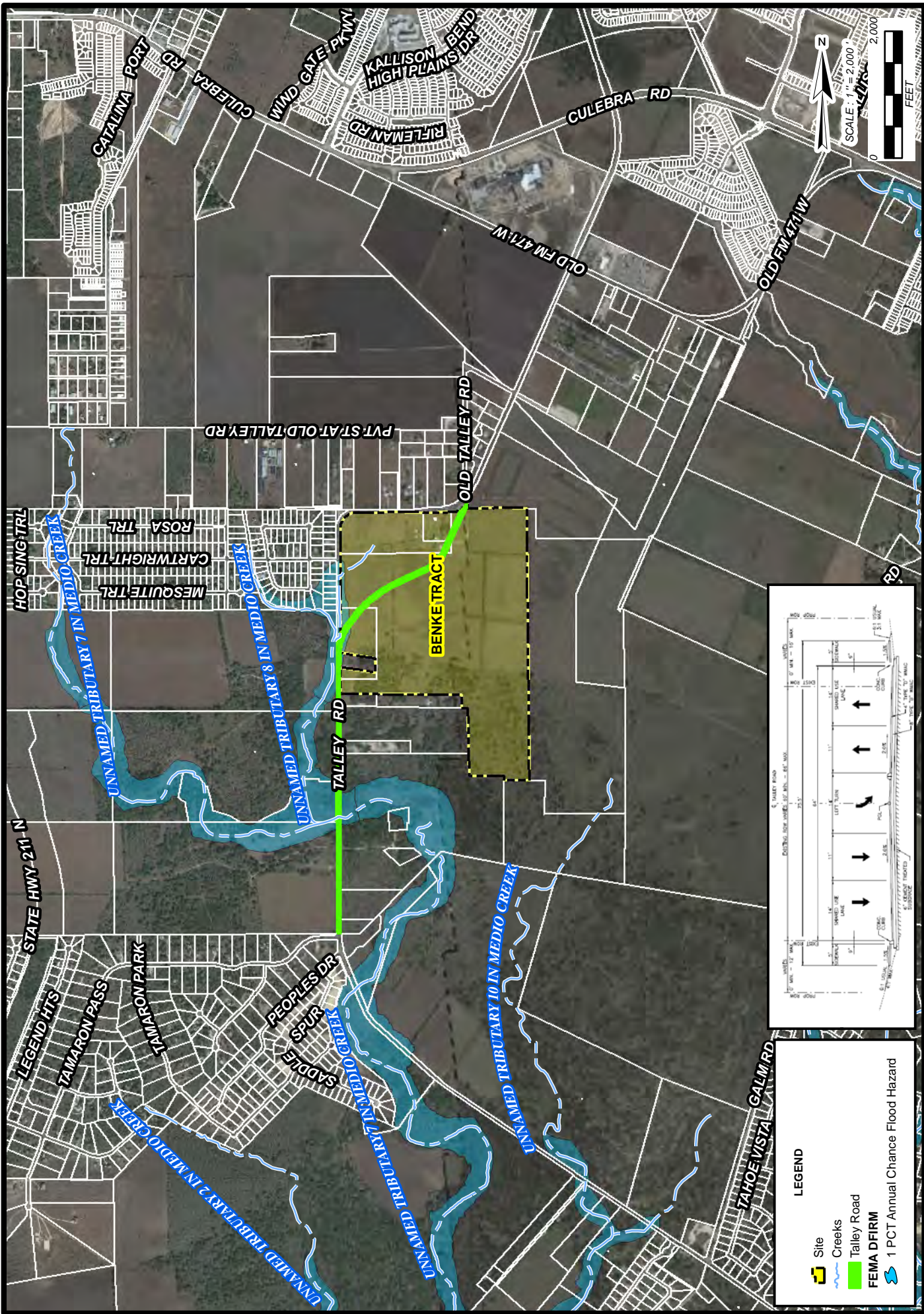


EXHIBIT 1

REVISIONS: _____ ISSUE DATE: _____

JOB NO. 585-01-01

DATE: September 2018 DESIGNER:

DRAWN: K.L. CHECKED: B.L.

SHEET. 1

1.77116

SHEET. 1

THIS DOCUMENT HAS BEEN PRODUCED FROM MATERIAL THAT WAS STORED AND/OR TRANSMITTED ELECTRONICALLY AND MAY HAVE BEEN INADVERTENTLY ALTERED. RELY ONLY ON FINAL HARDCOPY MATERIALS BEARING THE CONSULTANT'S ORIGINAL SIGNATURE AND SEAL.

EXHIBIT “C”
FIELD NOTES FOR 204.83 ACRE PARCEL

**FIELD NOTES
FOR
A 204.83 ACRE TRACT**

A 221.65 acre tract of land, out of the Jose Jacinto Gonzales Survey No. 225, Abstract 269, County Block 4404, the Beriana Sandoval Survey No. 40, Abstract 1298, County Block 4403 and being all of an 180.88 acre tract called Tract 1 and a 24.06 acre tract called Tract 2 conveyed to S & P Land Holdings, LLC of record in Volume 12472 Page 326 of the Official Public Records of Real Property of Bexar County, Texas and also being all of a 16.787 acre tract called Parcel 13 conveyed to the State of Texas of record in Volume 8716 Page 1849 of the Official Public Records of Bexar County, Texas and being more particularly described by metes and bounds as follows:

Beginning at a set $\frac{1}{2}$ " iron rod with a blue plastic cap stamped "KFW SURVEYING" in the east right-of-way line of Talley Road, a variable width right-of-way, for the northeast corner of Tamaron Pass, a variable width right-of-way of Tamaron Subdivision Unit 1, a plat of record in Volume 9533 Page 126 of the Deed and Plat Records of Bexar County, Texas, the southeast corner of the 180.88 acre tract and the tract described herein, from which a found $\frac{1}{2}$ " iron rod bears, S 75°50'47" W, a distance of 2.00 feet;

THENCE: S 89°40'59" W along and with the north lines of Lots 1-12, Block 1 of the Tamaron Subdivision Unit 1, Lots 1-3 Block 2 of the Tamaron Subdivision Unit 2, a plat of record in Volume 9534 Page 88 of the Deed and Plat Records of Bexar County, Texas, Lots 22-20 of Legend Oaks Unit 1, a plat of record in Volume 9540 Page 59 of the Deed and Plat Records of Bexar County, Texas, a 18.707 acre tract called Parcel 12A conveyed to the State of Texas of record in Volume 11244 Page 343 of the Official Public Records of Bexar County, Texas, Lots 102-100 of Legend Oaks Unit 2, a plat of record in Volume 9548 Page 76 of the Deed and Plat Records of Bexar County, Texas, a portion of a 218.839 acre tract consisting of 2.00 acres in Bexar County of record in Volume 10803 Page 1 of the Official Public Records of Bexar County, Texas and the south lines of the 180.88 acre tract, the 16.787 acre tract and the 24.06 acre tract, a distance of **5442.76 feet** to a point, for the southeast corner of a 33.233 acre tract conveyed to 45 SRL, Inc. of record in Document No. 2018001396 of the Public Records of Medina County, Texas, the southwest corner of the 24.06 acre tract and the tract described herein, from which a found $\frac{1}{2}$ " iron rod bears, N 02°41'13" W, a distance of 0.65 feet;

THENCE: N 00°11'17" W along and with the east line of the 33.233 acre tract, a 82.213 acre tract conveyed to 45 SRL, Inc. of record in Document No. 2007007656 of the Public Records of Medina County, Texas and the west line of the 24.06 acre tract, a distance of **1791.74 feet** to a found $\frac{1}{2}$ " iron rod, for the southwest corner of a remaining portion of a 218.506 acre tract conveyed to Ciudad De Las Palomas, Ltd. of record in Volume 11748 Page 908 of the Official Public Records of Bexar County, Texas, the northwest corner of the 24.06 acre tract and the tract described herein;

THENCE: S 89°56'28" E along and with the south line of the remaining portion of the 218.506 acre tract, Lot 901, Block 13, County Block 4404 of Ciudad De Las Palmas Unit 1A, a plat of record in Volume 9677 Pages 147-148 of the Deed and Plat Records of Bexar County, Texas and the north lines of the 24.06 acre tract, the 16.787 acre tract and the 180.88 acre, a distance of **5429.28 feet** to a found $\frac{1}{2}$ " iron rod with a cap stamped "KHA" in the west right-of-way line of Talley Road, for the southeast corner of Lot 901, an angle point of the 180.88 acre tract and the tract described herein;

THENCE: N 89°50'52" E along and with a southwest right-of-way line of Talley Road and the north line of the 180.88 acre, a distance of **13.62 feet** to a set ½" iron rod with a blue plastic cap stamped "KFW SURVEYING" in the west right-of-way line of Talley Road, for the northeast corner of the 180.88 acre tract and the tract described herein;

THENCE: S 00°11'05" E along and with the west right-of-way line of Talley Road and the east line of the 180.88 acre tract, a distance of **1756.09 feet** the **POINT OF BEGINNING** and containing **221.65 acres** more or less, in Bexar County, Texas.

SAVE AND EXCEPT a **16.82** acre tract, being all of the 16.787 acre tract, called Parcel 13, as conveyed to the State of Texas of record and described in Volume 8716 Page 1849 of the Official Public Records of Bexar County, Texas and more particularly described by metes and bounds as follows:

Beginning at a calculated point in the south line of the 218.506 acre tract, for the northeast corner of the 24.06 acre tract, and the northwest line of the 16.787 acre tract, from which a found ½" iron rod for the northwest corner of the 24.06 acre tract bears S 89°56'28" E, a distance of 390.51 feet and a Type III Texas Department of Transportation aluminum monument bears N 17°48'44" W, a distance of 1.59 feet;

THENCE: S 89°56'28" E, along and with the south line of the 218.506 acre tract and the north line of the 16.787 acre tract, a distance **416.06 feet** to a found 1/2" iron rod, for the northwest corner of the 180.88 acre tract, the northeast corner of the 16.787 acre tract and the tract described herein, from which a found 1/2" iron rod bears N 15°57'38" W, a distance of 0.83 feet;

THENCE: along and with the common line of the 180.88 acre tract and the 16.787 acre tract, the following seven (7) courses:

1. **S 15°57'38" E**, a distance of **541.51 feet** to a found 1/2" iron rod, for an angle point of the tract described herein,
2. **S 13°51'52" E**, a distance of **223.25 feet** to a calculated point, for an angle point of the tract described herein,
3. **S 09°40'00" E**, a distance of **321.07 feet** to a Type III Texas Department of Transportation aluminum monument, for an angle point of the tract described herein,
4. **S 02°46'47" E**, a distance of **321.34 feet** to a Type III Texas Department of Transportation aluminum monument, for an angle point of the tract described herein,
5. **S 03°14'57" W**, a distance of **321.30 feet** to a Type III Texas Department of Transportation aluminum monument, for an angle point of the tract described herein,

6. **S 09°23'45" W**, a distance of **84.84 feet** to a found 1/2" iron rod, for an angle point of the tract described herein, and
7. **S 09°10'42" W**, a distance of **5.88 feet** to a calculated point in the north line of Legend Oaks Unit 1 for the southwest corner of the 180.88 acre tract, the southeast corner of the 16.787 acre tract and the tract described herein;

THENCE: S 89°40'59" W, along and with the south line of the 16.787 acre tract, a distance of **410.27 feet** to a calculated point for the southeast corner of the 24.06 acre tract, the southwest corner of the 16.787 acre tract and the tract described herein, from which a point for the southwest corner of the 24.06 acre tract bears S 89°40'59" W, a distance of 629.33 feet;

THENCE: along and with the common line of the 24.06 acre tract and the 16.787 acre tract the following seven (7) courses:

1. **N 09°04'45" E**, a distance of **2.78 feet** to a found 1/2" iron rod for an angle point of the tract described herein,
2. **N 09°15'15" E**, a distance of **134.44 feet** to a Type III Texas Department of Transportation aluminum monument, for an angle point of the tract described herein;
3. **N 03°20'31" E**, a distance of **279.07 feet** to a Type III Texas Department of Transportation aluminum monument, for an angle point of the tract described herein,
4. **N 02°46'46" W**, a distance of **278.93 feet** to a Type III Texas Department of Transportation aluminum monument, for an angle point of the tract described herein,
5. **N 08°51'42" W**, a distance of **278.78 feet** to a Type III Texas Department of Transportation aluminum monument, for an angle point of the tract described herein,
6. **N 13°44'51" W**, a distance of **194.34 feet** to a Type III Texas Department of Transportation aluminum monument, for an angle point of the tract described herein, and
7. **N 15°57'06" W**, a distance of **656.27 feet** to the **POINT OF BEGINNING** and containing **16.82 acres** of land, more or less.

221.65 acres Save and Except 16.82 = **204.83 acres**

Job No.: 19-012
Prepared by: KFW Surveying
Date: February 5, 2019
File: S:\Draw 2019\19-012 5501 Talley Rd\DOCS\ 204.83AC TRACT.docx

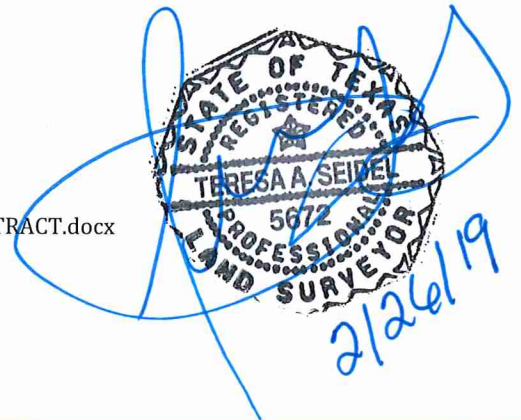
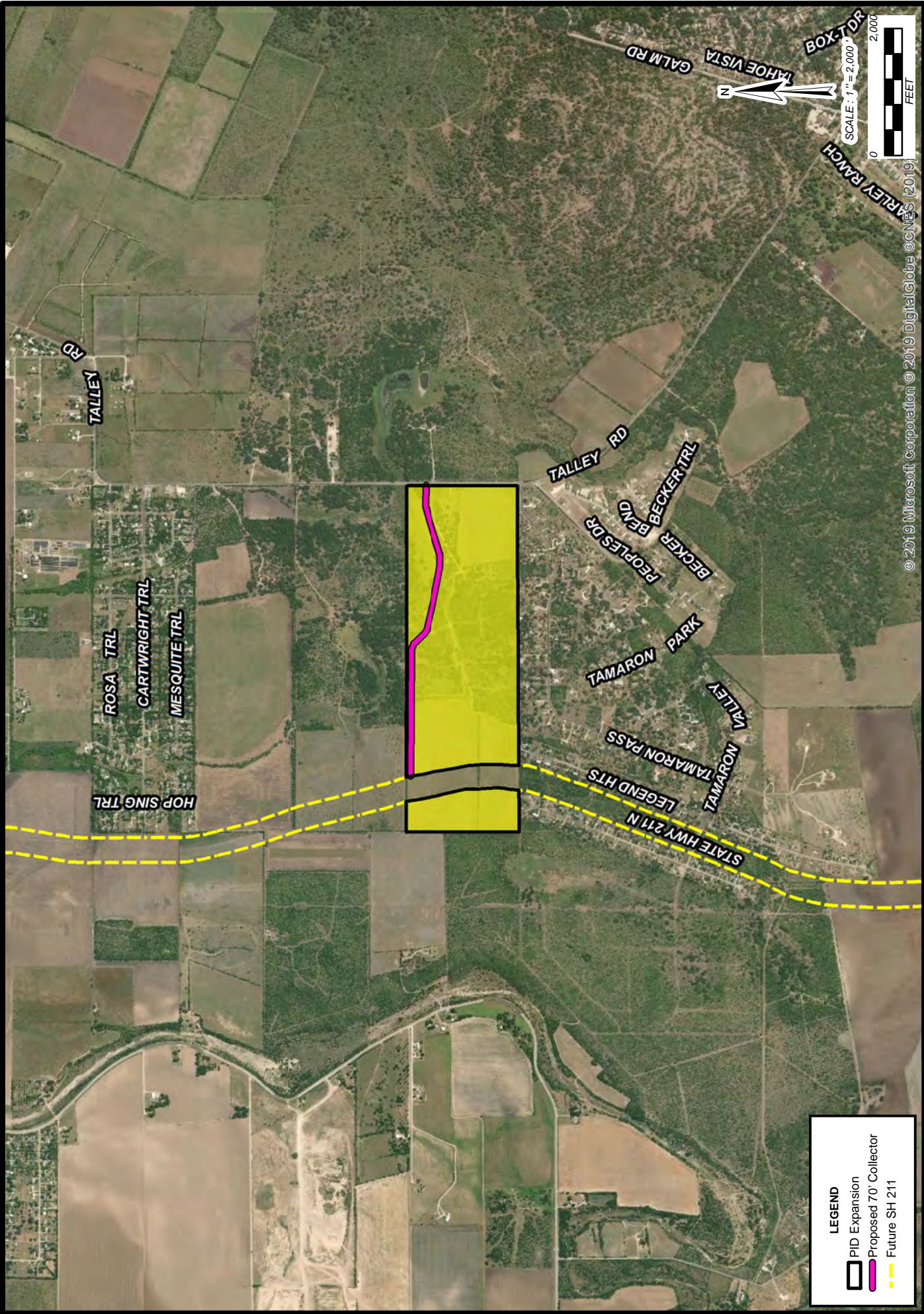


EXHIBIT "D"
MAP OF 204.83 ACRE PARCEL



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SCALE: 1" = 2,000'
0 2,000
FEET



BOX-TDR

LAHOE VISTA

GALM RD

TALLEY

ROSA TRL

CARTWRIGHT TRL

MESQUITE TRL

HOP SING TRL

TALLEY RD

PEOPLES DR

BECKER TRL

TAMARON PARK

TAMARON PASS

LEGEND HTS

TAMARON VALLEY

STATE HWY 271 N

- LEGEND**
- PID Expansion
 - Proposed 70' Collector
 - Future SH 211



ENGINEERS + SURVEYING
FIRM 0573 FIRM 012300
3421 PAESANO'S PKWY, SUITE 200
SAN ANTONIO, TEXAS 78231
PHONE (210) 979-8444
FAX (210) 979-8441

TALLEY ROAD SPECIAL IMPROVEMENT DISTRICT EXPANSION

LOCATION MAP

REVISIONS:

ISSUE DATE:

JOB NO. 585-01-01

DATE: February 2019

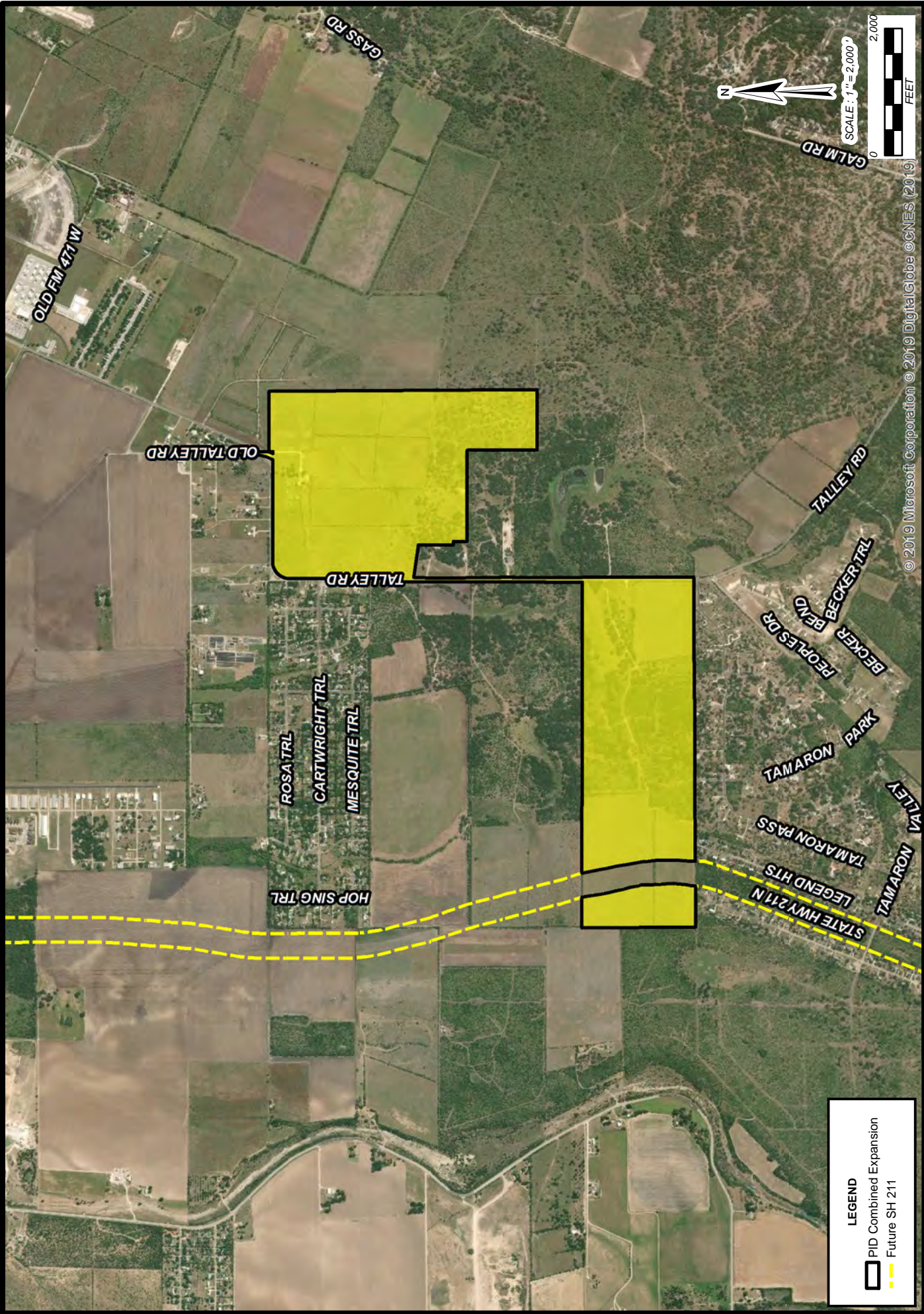
DESIGNER

CHECKED: B.L.

SHEET: 1

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EXHIBIT “E”
MAP OF DISTRICT CONTAINING THE 232.314 AND 204.83 ACRE PARCELS



LEGEND
 PID Combined Expansion
 Future SH 211



ENGINEERS + SURVEYING
 FIRM # 012300
 PHONE (210) 979-8444
 FAX (210) 979-8441
 3421 PAESANO'S PKWY, SUITE 200
 SAN ANTONIO, TEXAS 78231

TALLEY ROAD SPECIAL IMPROVEMENT DISTRICT EXPANSION

LOCATION MAP

ISSUE DATE:	
REVISIONS:	
JOB NO. 585-01-01	
DATE March 2019	DESIGNER
DRAWN: M.G.	CHECKED: B.L.
	SHEET: 4

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EXHIBIT “F”
MASTER DEVELOPMENT PLAN - 1
(222.6 ACRES OF THE 232.314 ACRE PARCEL)

EXHIBIT “G”
MASTER DEVELOPMENT PLAN -2
(204.83 Acre Parcel)

