

STEWART TITLE
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**SECOND SUPPLEMENTAL DECLARATION
TO THE DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS FOR
LAGUNA HARBOR SUBDIVISION,
AN ADDITION IN GALVESTON COUNTY, TEXAS**

This **Second Supplemental Declaration of Covenants, Conditions and Restrictions** (the "Supplemental Declaration") For **Laguna Harbor Subdivision** is made and executed on the date hereinafter set forth by **Laguna Resources, Ltd.**, a Texas limited partnership ("Declarant"), and is joined herein for the purposes hereinafter set forth by Prosperity Bank

WHEREAS, Declarant is the owner of that certain tract or parcel of land containing approximately 54.739 acres of land, more or less, out of and part of the Townsite of Port Bolivar, a subdivision in Galveston County, Texas, and being that same land and property generally known as the **Laguna Harbor Subdivision** (the "Subdivision"), as described in the Map or Plat of said Subdivision filed of record in Volume 2004A, Pages 148 and 149 of the map records in the office of the County Clerk of Galveston County, Texas (the "Plat" or "plat"); and

WHEREAS, by Declaration of Covenants, Conditions and Restrictions for Laguna Harbor Subdivision (the "Master Declaration") dated January 19, 2005, and filed for record under File Number 200500442 of the Official Public Records of Galveston County, Texas, Declarant made all of the land and property within the Subdivision subject to the covenants, conditions and restrictions of the Master Declaration; and

WHEREAS, pursuant to the terms of the Master Declaration, Declarant has established and organized a property owners association for the Subdivision known as the **Laguna Harbor Property Owners Association** (the "Association"), which has all of the power and authority set forth in the Master Declaration and under the Association's Articles of Incorporation and Bylaws, and

WHEREAS, Article X of the Master Declaration provides, in part, that Declarant may add or annex additional real property to the scheme of the Master Declaration by filing of record a Supplemental Declaration of Covenants, Conditions and Restrictions (the "Supplemental Declaration"); and

WHEREAS, Article X of the Master Declaration further provides, in part, that any such Supplemental Declaration may contain complementary and supplementary provisions, conditions, covenants, restrictions and reservations, and may amend and modify the provisions, conditions, covenants, restrictions and reservations contained in the Master Declaration as they relate to the additional property to be brought within the scheme of the Master Declaration; and

WHEREAS, Declarant previously supplemented and amended the Master Declaration by that certain instrument filed for record under File Number 2006057927 and that certain instrument filed for record under File Number 2007023394, to which reference is hereby made for all purposes;

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WHEREAS, the Declarant now desires to bring into the Subdivision and within the jurisdiction of the Association and the Integrated scheme of development and ownership provided in and contemplated by the Master Declaration, an additional 0.452 acre tract or parcel of land, to be known as "Laguna Harbor, Section 3", said 0.452 acre tract of land being described by metes and bounds in Exhibit "A" hereto attached, which exhibit is made a part hereof by reference.

NOW, THEREFORE, **Laguna Resources, Ltd.**, a Texas limited partnership (the "Declarant"), hereby makes this Second Supplemental Declaration under and in accordance with the provisions of the Master Declaration:

I

The Declarant, being the owner of the above-described 0.452 acre tract, has caused said 0.452 acre tract to be subdivided and platted into an addition in Galveston County, Texas, known and to be known as **Laguna Harbor, Section 3**, an Addition in Galveston County, Texas (hereinafter referred to as "Laguna Harbor, Section 3"), in accordance with the Plat of said **Laguna Harbor, Section 3**, prepared by Sidney Bouse, Registered Professional Land Surveyor, and filed for record on June 6, 2007, under File Number 2007037337, and in Volume 2007B Page 7 of the Map Records of Galveston County, Texas; and, acting under and pursuant to the provisions of the Master Declaration, the Declarant hereby brings said 0.452 acre tract of land within the scheme of the Master Declaration and within the jurisdiction of the Association, and said **Laguna Harbor, Section 3**, shall henceforth constitute an addition to and be a part of the Subdivision.

II.

The Declarant hereby and herewith adopts the Plat of Laguna Harbor, Section 3 (the "Section 3 Plat") and does hereby dedicate the easements for street, utility and drainage purposes shown and reflected upon the Section 3 Plat, and does hereby impose upon the Lots in Laguna Harbor, Section 3, the basic restrictions and blanket easements set forth upon the Section 3 Plat; provided, however, notwithstanding any notations to the contrary shown in the Section 3 Plat, Declarant hereby confirms, declares and states that the 10 foot pedestrian easement shown in the Section 3 Plat is reserved solely for the benefit of the lot owners in the Laguna Harbor Subdivision and is not dedicated for use by the general public.

III.

As herein and hereby modified and supplemented, all of the provisions, covenants, conditions, restrictions and reservations set forth and contained in the Master Declaration, together with all of the blanket easements reserved, granted or created by the Master Declaration, are hereby extended and made expressly applicable

to Laguna Harbor, Section 3, and all of such property shall be held, sold and conveyed subject to the easements, provisions, covenants, conditions, restrictions and reservations set forth in the Master Declaration, as modified and supplemented hereby, and subject to the easements and basic restrictions set forth and reflected upon the Section 3 Plat. All of the aforementioned easements, provisions, covenants, conditions, restrictions and reservations, as modified and supplemented hereby, shall constitute covenants running with the land and shall be binding upon all parties having any right, title or interest in said 0.452 acre tract, or any part thereof, and upon such parties' respective heirs, successors, legal representatives, devisees, lessees and assigns, and shall inure to the benefit of such parties and their respective heirs, successors, legal representatives, devisees, lessees and assigns.

IV.

Notwithstanding any provision in the Master Declaration to the contrary, fractional ownership and co-ownership of Lots in Laguna Harbor, Section 3, shall be permitted. Every person or entity who is a record owner of a fee or undivided fee interest in any Lot in Laguna Harbor, Section 3, shall be a member of the Association. Each Lot shall carry with it one vote, which may be cast by the owner or co-owners of that Lot, but in no event shall more than one vote be cast with respect to any Lot, except as otherwise expressly provided in the Master Declaration

V

Each Lot and property owner in Laguna Harbor, Section 3, shall be subject to all maintenance and assessments provided for in the Master Declaration. A schedule of each Lot's relative factor for each type of assessment is attached hereto as Exhibit "B" and is incorporated herein by reference.

VI.

The modified or supplemental restrictions or limitations set forth in this Second Supplemental Declaration are and shall be applicable solely and only to the Lots in Laguna Harbor, Section 3, and shall not in anywise be deemed or construed to supplement, amend, or modify the provisions, covenants, conditions, restrictions and reservations of the Master Declaration as to any other Lots in the Addition. Further, as modified and supplemented by this Second Supplemental Declaration, all of the provisions, covenants, conditions, restrictions and reservations set forth and contained in the Master Declaration are hereby and herewith expressly extended and made applicable to the Lots in Laguna Harbor, Section 3.

VII

Prosperity Bank ("Lienholder"), being the holder of a lien on all of the property in Laguna Harbor, Section 3, joins with Declarant in the execution of this Second

Supplemental Declaration for the purposes of: (a) consenting to and adopting the Section 3 Plat; (b) consenting to the grant or dedication by Declarant of all street and utility easements shown and reflected on the Section 3 Plat, together with all other easements granted or reserved by Declarant in this Second Supplemental Declaration or in the Master Declaration (insofar as same are on, across or affect Laguna Harbor, Section 3); (c) subordinating its liens to all of the aforementioned easements and easement rights, and (d) subordinating its liens to the restrictions, covenants and conditions imposed by Declarant on Laguna Harbor, Section 3, by this Second Supplemental Declaration or by the Master Declaration (insofar as same relate to or affect Laguna Harbor, Section 3) However, Lienholder joins herein solely as a lienholder and only for the purposes set forth above in this Second Supplemental Declaration, and it does not assume any of the liabilities, duties, covenants, warranties or obligations of Declarant, nor does it make any warranties, representations or guaranties, whether express or implied, with respect to any undertaking, covenant, warranty or representation of Declarant, or Declarant's successors or assigns.

IN WITNESS WHEREOF Declarant and each of the other undersigned parties have caused this Second Supplemental Declaration to be executed on this 4 day of MARCH, 2008

DECLARANT

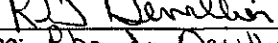
Laguna Resources, Ltd , a Texas Limited Partnership

By Crown Team Texas, L L C., a Texas Limited Liability Company, its General Partner

By 
Jim Hayes, Manager

LIENHOLDER

Prosperity Bank

By 
Name: Rhonda Orellana
Title: President

THE STATE OF TEXAS §

COUNTY OF JEFFERSON §

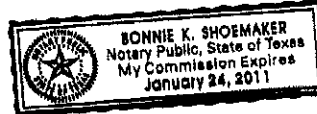
This instrument was acknowledged before me on this the 4 day of March, 2008, by Jim Hayes, Manager of Crown Team Texas, L.L.C., a Texas limited liability company, general partner of Laguna Resources, Ltd., a Texas limited partnership, on behalf of such limited partnership.

Bonnie K Shoemaker

NOTARY PUBLIC, STATE OF TEXAS

THE STATE OF TEXAS §

COUNTY OF JEFFERSON §



This instrument was acknowledged before me on this the 4 day of March, 2008, by Prosperity Bank, on behalf of said bank.

Bonnie K Shoemaker

NOTARY PUBLIC, STATE OF TEXAS

AFTER RECORDING RETURN TO
Lance Fox
Orgain, Bell & Tucker, L.L.P
470 Orleans, Suite 400
Beaumont, TX 77701

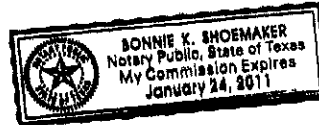


EXHIBIT "A"
TO THE
SECOND SUPPLEMENTAL DECLARATION
TO THE DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS FOR
LAGUNA HARBOR SUBDIVISION,
AN ADDITION IN GALVESTON COUNTY, TEXAS

Legal Description
Of
LAGUNA HARBOR, SECTION 3

METES AND BOUNDS DESCRIPTION

Being a 0.452 Acre tract of land out of the TOWNSITE OF PORT BOLIVAR, a subdivision in Galveston County, Texas, according to the map or plat thereof recorded in Volume 113, Page 1 of the Map Records and transferred to Plat Record 10, Map No 4A, both of the Map Records of Galveston County, Texas Said 0.452 Acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the intersection of the Northerly right-of-way line of Nelson Avenue (80 foot) and the Westerly right-of-way line of 23rd Street (75 foot);

THENCE South 44°27'42" West, a distance of 156.61 feet to the **POINT OF BEGINNING**;

THENCE South 44°27'42" West, along the Northerly line of said Nelson Avenue, a distance of 252.00 feet,

THENCE North 45°33'01" West, a distance of 78.08 feet;

THENCE North 44°23'19" East, a distance of 252.00 feet;

THENCE South 45°33'01" East, a distance of 78.34 feet to the **PLACE OF BEGINNING** and containing 0.452 acres more or less.

EXHIBIT "B"
TO THE
SECOND SUPPLEMENTAL DECLARATION
TO THE DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS FOR
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SCHEDULE OF RELATIVE FACTORS FOR ASSESSMENTS
FOR LOTS IN LAGUNA HARBOR, SECTION 3

Section 3

	<i>General Maintenance Factor</i>	<i>Canal and Bulkhead Factor</i>
Lot 1	44	None
Lot 2	44	None
Lot 3	44	None
Lot 4	44	None
Lot 5	44	None
Lot 6	44	None
Lot 7	44	None
Lot 8	44	None
Lot 9	44	None

FILED AND RECORDED



OFFICIAL PUBLIC RECORDS

Mary Ann Daigle

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March 11, 2008 04 10 25 PM

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Mary Ann Daigle, County Clerk
Galveston County, TEXAS

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