

**FIFTH AMENDMENT TO
DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS FOR 303 OFFICE CONDOMINIUMS**

THE STATE OF TEXAS §
 §
COUNTY OF TRAVIS §

This FIFTH AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR 303 OFFICE CONDOMINIUMS (this "***Fifth Amendment***") is executed to be effective as of the date set forth below by OLIVE GROVE PARTNERS II, LTD., a Texas limited partnership ("***Declarant***").

RECITALS:

A. Declarant filed for record that certain Declaration of Covenants, Conditions and Restrictions for 303 Office Condominiums (the "***Declaration***"), recorded on June 1, 2006, as Document No. 2006102428, Official Public Records of Travis County, Texas, covering the condominiums established thereby (the "***Condominiums***") and the real property described therein (together with all improvements located thereon and all easements, rights and appurtenances thereto, the "***Property***"). Declarant filed for record that certain First Amendment to Declaration of Covenants, Conditions and Restrictions for 303 Office Condominiums (the "***First Amendment***"), recorded on November 7, 2006, as Document No. 2006215859, Official Public Records of Travis County, Texas. Declarant filed for record that certain Second Amendment to Declaration of Covenants, Conditions and Restrictions for 303 Office Condominiums (the "***Second Amendment***"), recorded on December 11, 2007, as Document No. 2007222072, Official Public Records of Travis County, Texas. Declarant filed for record that certain Third Amendment to Declaration of Covenants, Conditions and Restrictions for 303 Office Condominiums (the "***Third Amendment***"), recorded on November 6, 2008, as Document No. 2008183215, Official Public Records of Travis County, Texas. Declarant filed for record that certain Fourth Amendment to Declaration of Covenants, Conditions and Restrictions for 303 Office Condominiums (the "***Fourth Amendment***"), recorded on June 19, 2009, as Document No. 2009116323, Official Public Records of Travis County, Texas

B. Section 2.9(a) of the Declaration grants Declarant Special Declarant Rights including the right to unilaterally amend the Declaration and its Plat to subdivide Units owned by Declarant, subject to the provisions of Section 8.1(f) of the Declaration regarding uniformity of form and terminology and distribution of such amendment to Owners.

C. Declarant is the sole owner of Units A-501, 411, 405A, 106, 102, 102A, 100, 02A, 07, 09, 08B, 08A and 010 of the Condominiums, and desires to subdivide such Unit into additional Units and reallocate the Allocated Interest and amount of votes for such Units in accordance with Sections 2.9(a) and 8.1(f) of the Declaration and Exhibit C of the Fourth Amendment.

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, Declarant hereby amends the Declaration as follows:

1. Recitals. The foregoing recitals are incorporated into this Fifth Amendment for all purposes.
2. Capitalized Terms. Any capitalized term that is used herein and is not otherwise defined herein shall have the same meaning that is ascribed to it in the Declaration.
3. Amendment to Condominium Plat. Exhibit B in page 63 of the Declaration covering Units A-501, 411, 405A, 106, 102, 102A, 100, 02A, 07, 09, 08B, 08A and 010 is hereby amended to reflect the subdivided Units depicted on Exhibit B1, B2, B4 & B5 to this Fifth Amendment.
4. Reallocation of Percentage of Ownership of Common Elements. In accordance with Sections 2.9(a) and 8.1(f) of the Declaration, the document attached hereto as Exhibit C is hereby substituted for Exhibit C attached to the Fourth Amendment in its entirety.
5. No Further Changes. Except as expressly set forth in this Fifth Amendment and the Exhibits hereto, the Declaration, the First Amendment, the Second Amendment, the Third Amendment and the Fourth Amendment shall remain unchanged and shall continue in full force and effect.

EFFECTIVE as of May 30, 2013.

OLIVE GROVE PARTNERS II, LTD.,
a Texas limited partnership

By: Cedar Bridge, Inc., a Texas corporation,
General Partner

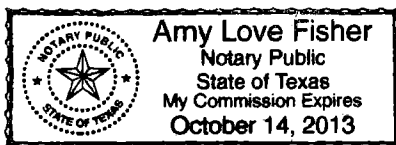
By: 

F. S. Rebeiz, President

THE STATE OF TEXAS

COUNTY OF TRAVIS

This instrument was acknowledged before me on this the 30 day of May, 2013, by F. S. Rebeiz, as President of Cedar Bridge, Inc., a Texas corporation, as General Partner of OLIVE GROVE PARTNERS II, LTD., a Texas limited partnership, on behalf of said corporation and said limited partnership.





NOTARY PUBLIC, State of Texas

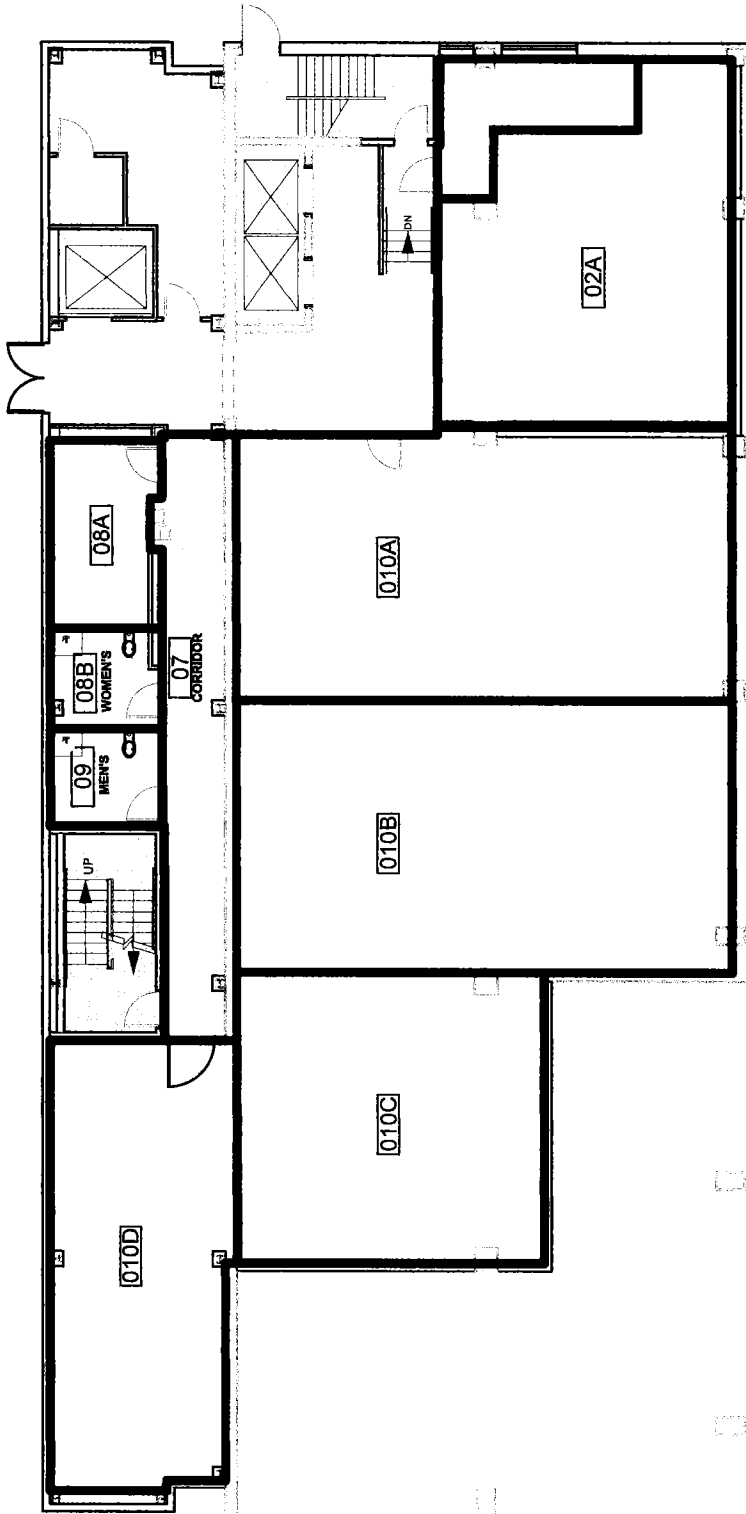


Exhibit B1
Lower Level

05.28.13

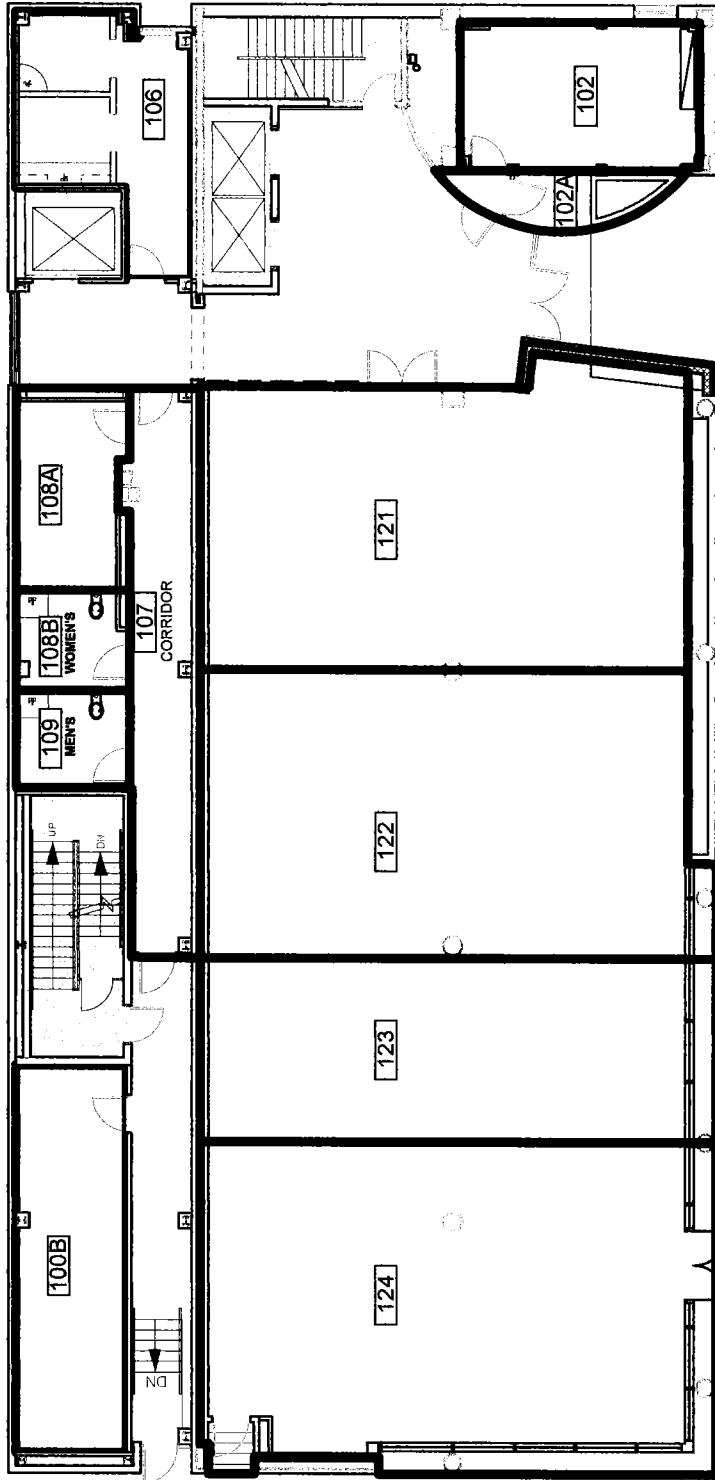


Exhibit B2
Level 1

05.28.13

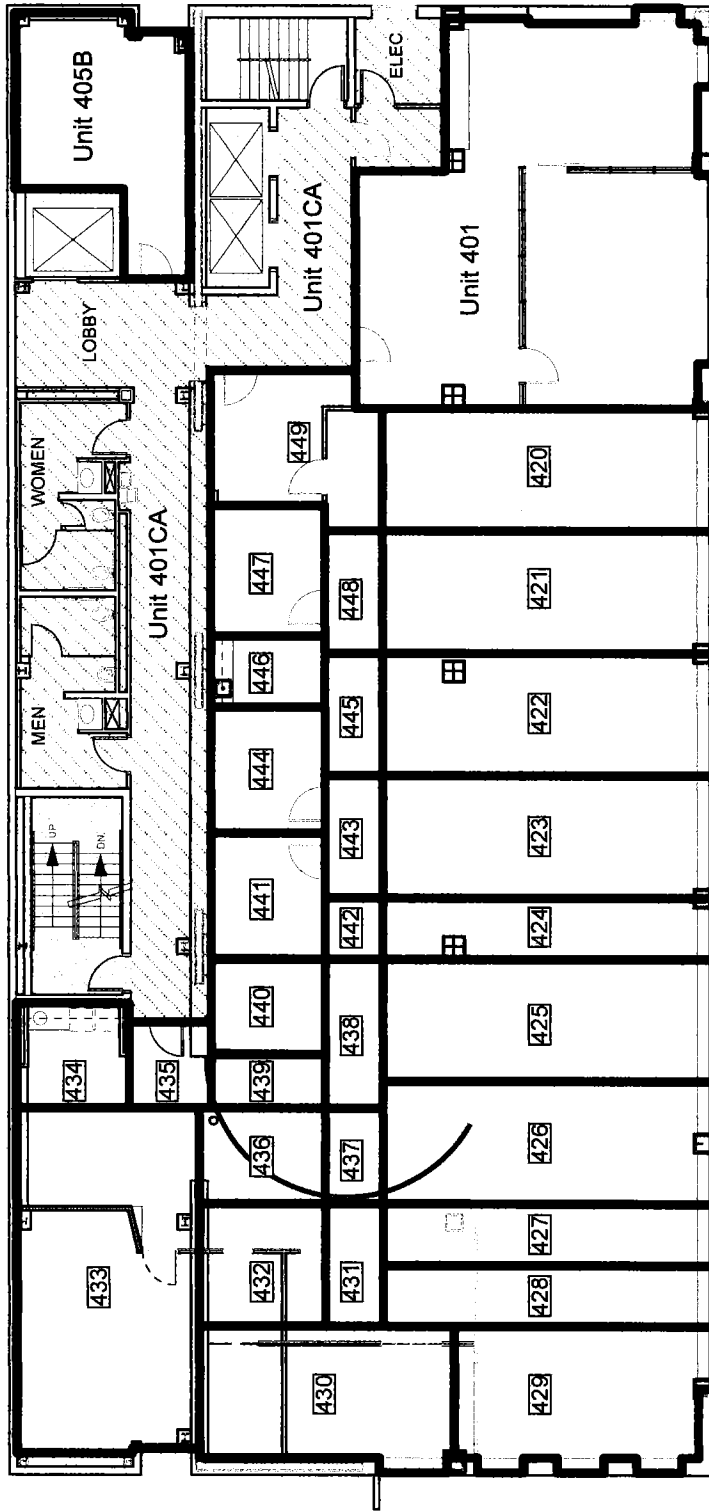


Exhibit B4
Level 4

05.28.13

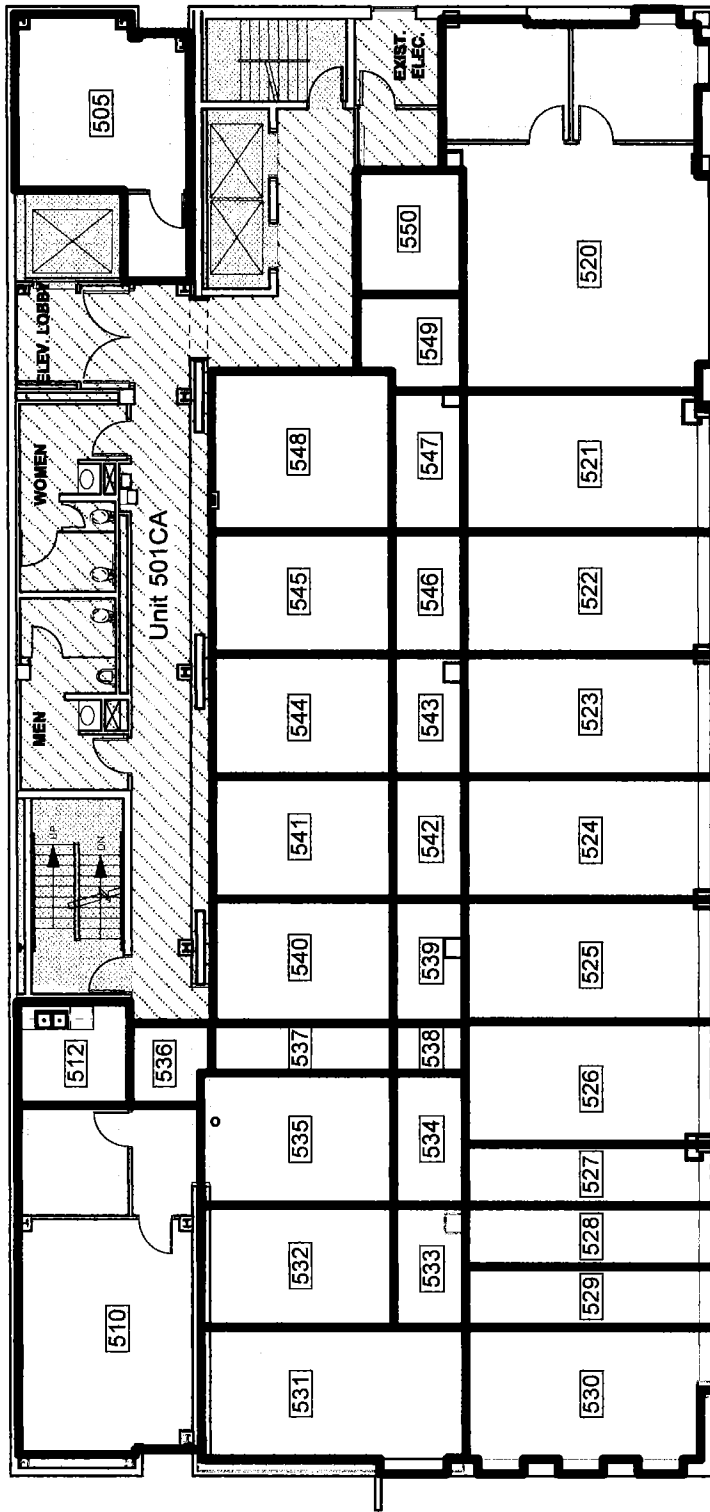


Exhibit B5
Level 5

05.28.13

	Unit	Vote	SF	
1	202	4.905	2,255	Includes percent of 201CA
2	203	2.473	1,137	Includes percent of 201CA
3	204	5.212	2,396	Includes percent of 201CA
4	205	2.243	1,031	Includes percent of 201CA
5	206	0.711	327	Includes percent of 201CA
6	302	4.884	2,245	Includes percent of 301CA
7	303	9.957	4,577	Includes percent of 301CA
8	304	0.705	324	Includes percent of 301CA
9	401	2.454	1,128	Includes percent of 401CA
10	405B	0.707	325	Includes percent of 401CA
11	A-601	15.224	6,998	

	Unit	Vote	SF	
12	505	0.713	328	Includes percent of 501CA
13	510	1.273	585	Includes percent of 501CA
14	512	0.231	106	Includes percent of 501CA
15	520	1.862	856	Includes percent of 501CA
16	521	0.694	319	Includes percent of 501CA
17	522	0.609	280	Includes percent of 501CA
18	523	0.609	280	Includes percent of 501CA
19	524	0.609	280	Includes percent of 501CA
20	525	0.609	280	Includes percent of 501CA
21	526	0.609	280	Includes percent of 501CA
22	527	0.305	140	Includes percent of 501CA
23	528	0.300	138	Includes percent of 501CA
24	529	0.300	138	Includes percent of 501CA
25	530	0.674	310	Includes percent of 501CA
26	531	0.713	328	Includes percent of 501CA
27	532	0.468	215	Includes percent of 501CA
28	533	0.174	80	Includes percent of 501CA
29	534	0.191	88	Includes percent of 501CA
30	535	0.509	234	Includes percent of 501CA
31	536	0.131	60	Includes percent of 501CA
32	537	0.181	83	Includes percent of 501CA
33	538	0.070	32	Includes percent of 501CA
34	539	0.178	82	Includes percent of 501CA
35	540	0.446	205	Includes percent of 501CA
36	541	0.442	203	Includes percent of 501CA
37	542	0.176	81	Includes percent of 501CA
38	543	0.176	81	Includes percent of 501CA
39	544	0.442	203	Includes percent of 501CA
40	545	0.442	203	Includes percent of 501CA
41	546	0.176	81	Includes percent of 501CA
42	547	0.205	94	Includes percent of 501CA
43	548	0.576	265	Includes percent of 501CA
44	549	0.191	88	Includes percent of 501CA
45	550	0.261	120	Includes percent of 501CA

	Unit	Vote	SF	
46	420	0.807	371	Includes percent of 401CA
47	421	0.807	371	Includes percent of 401CA
48	422	0.807	371	Includes percent of 401CA
49	423	0.807	371	Includes percent of 401CA
50	424	0.407	187	Includes percent of 401CA
51	425	0.803	369	Includes percent of 401CA
52	426	0.814	374	Includes percent of 401CA
53	427	0.403	185	Includes percent of 401CA
54	428	0.400	184	Includes percent of 401CA
55	429	0.703	323	Includes percent of 401CA
56	430	0.687	316	Includes percent of 401CA
57	431	0.139	64	Includes percent of 401CA
58	432	0.309	142	Includes percent of 401CA
59	433	1.257	578	Includes percent of 401CA
60	434	0.235	108	Includes percent of 401CA
61	435	0.144	66	Includes percent of 401CA
62	436	0.242	111	Includes percent of 401CA
63	437	0.109	50	Includes percent of 401CA
64	438	0.170	78	Includes percent of 401CA
65	439	0.122	56	Includes percent of 401CA
66	440	0.218	100	Includes percent of 401CA
67	441	0.287	132	Includes percent of 401CA
68	442	0.070	32	Includes percent of 401CA
69	443	0.139	64	Includes percent of 401CA
70	444	0.287	132	Includes percent of 401CA
71	445	0.139	64	Includes percent of 401CA
72	446	0.163	75	Includes percent of 401CA
73	447	0.298	137	Includes percent of 401CA
74	448	0.139	64	Includes percent of 401CA
75	449	0.474	218	Includes percent of 401CA
76	107	0.672	309	
77	108A	0.359	165	
78	108B	0.185	85	
79	109	0.178	82	
80	121	2.350	1,080	
81	122	2.371	1,090	
82	123	1.569	721	
83	124	2.795	1,285	
84	100B	0.701	322	
85	106	0.555	255	
86	102	0.585	269	
87	102A	0.163	75	
88	010A	2.199	1,011	
89	010B	2.210	1,016	
90	010C	1.464	673	
91	010D	1.327	610	
92	02A	1.497	688	
93	07	0.672	309	
94	08A	0.379	174	
95	08B	0.185	85	
96	09	0.178	82	
	TOTAL	100.000	45,968	



**FILED AND RECORDED
OFFICIAL PUBLIC RECORDS**

Dana DeBeauvoir

**DANA DEBEAUVOIR, COUNTY CLERK
TRAVIS COUNTY, TEXAS**

May 30 2013 04:22 PM

FEE: \$ 48.00 2013098603