

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

THE STATE OF TEXAS

COUNTY OF TRAVIS

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AMEND 2008183215
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This THIRD AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR 303 OFFICE CONDOMINIUMS (this "*Third 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.

B. Section 2.9(i) of the Declaration grants Declarant the right to convert any portion of the Common Areas that are designated on the Plat as Common Areas 02A, 07, 08B, 09 or 102A as part of Unit A-101.

C. Declarant desires to convert the Common Areas that are designated on the Plat as Common Areas 02A, 07, 08B, 09 or 102A as part of Unit A-101 and adjust the Unit ownership percentages in accordance with Section 8.1(f) of the Declaration and Exhibit C of the Second 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 Third 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. Pages 58 & 59 in Exhibit B to the Declaration covering Unit A-101 are hereby amended to reflect the converted Common Areas depicted on Exhibit B1 and Exhibit B2 to this Third Amendment.


4. Reallocation of Percentage of Ownership of Common Elements. In accordance with Section 8.1(f) of the Declaration, the document attached hereto as Exhibit C is hereby substituted for Exhibit C attached to the Second Amendment in its entirety.

5. No Further Changes. Except as expressly set forth in this Third Amendment and the Exhibits hereto, the Declaration, the First Amendment and the Second Amendment shall remain unchanged and shall continue in full force and effect.

EFFECTIVE as of March 1, 2008.

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

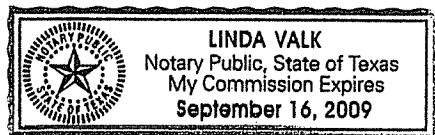
By: Cedar Bridge, Inc., a Texas corporation,
General Partner

By: 
F. S. Rebeiz, President

THE STATE OF TEXAS

COUNTY OF TRAVIS

This instrument was acknowledged before me on this the 3rd day of November, 2008, 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.



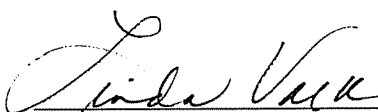

NOTARY PUBLIC, State of Texas

EXHIBIT B1

THIRD AMENDMENT - 303 OFFICE CONDOMINIUMS PLAT

UNIT A-101 (lower level portion)

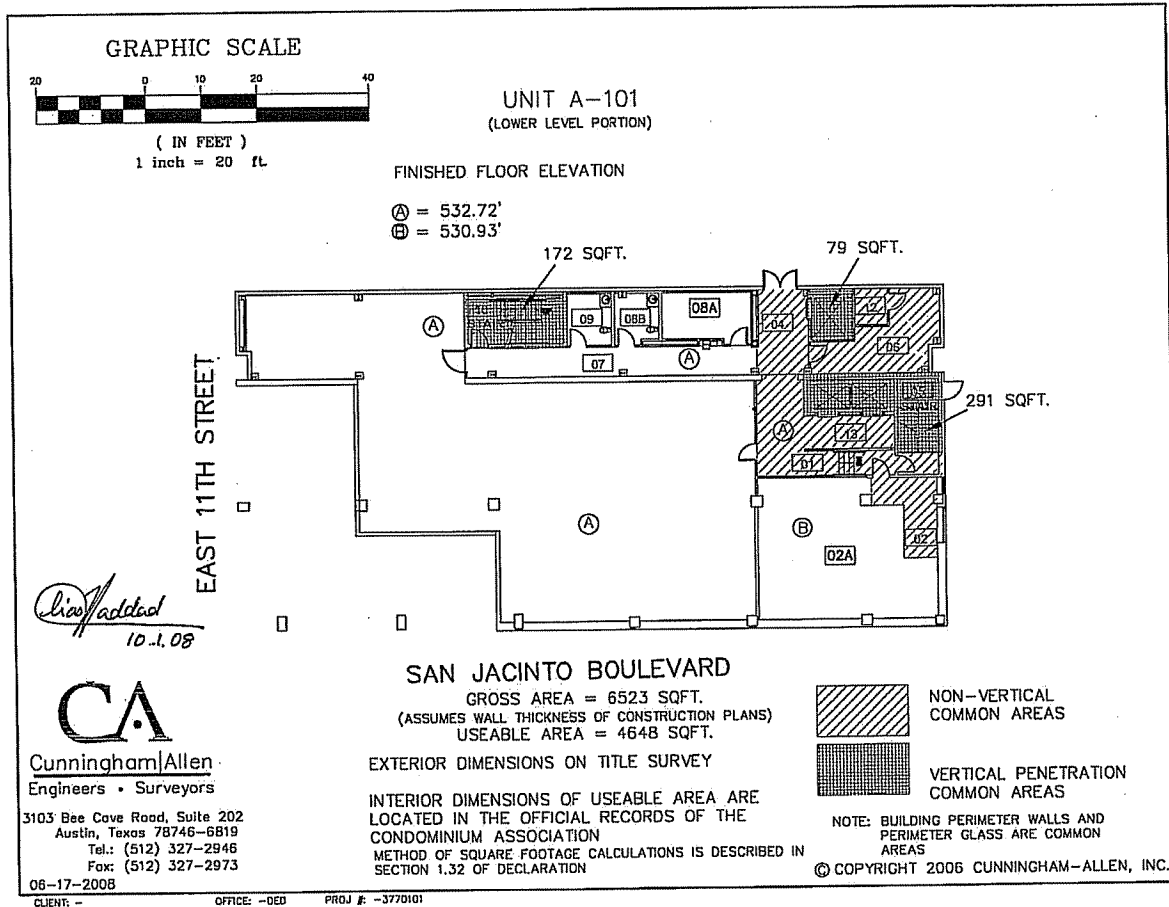


EXHIBIT B2

THIRD AMENDMENT - 303 OFFICE CONDOMINIUMS PLAT

UNIT A-101 (upper level portion)

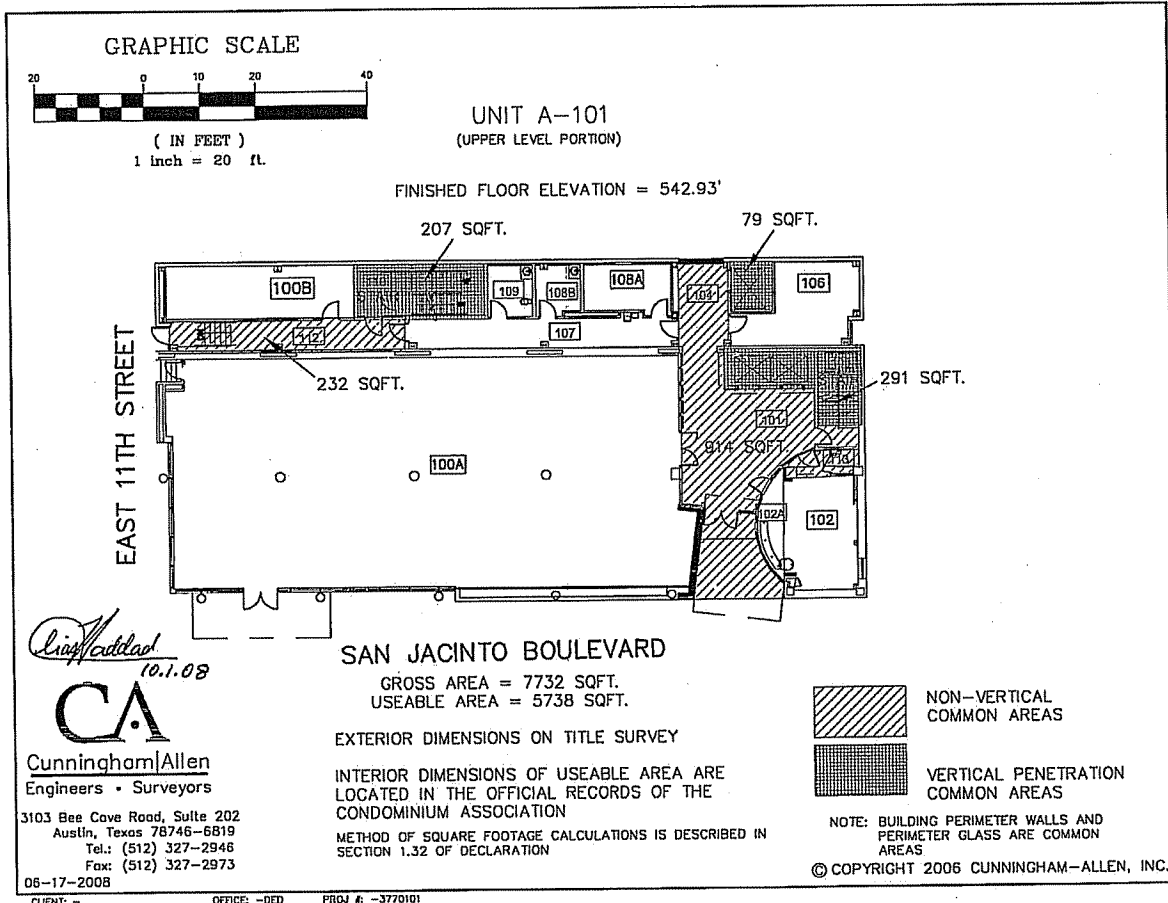


EXHIBIT C

THIRD AMENDMENT - 303 OFFICE CONDOMINIUMS PLAT

**PERCENTAGE OF OWNERSHIP
OF COMMON ELEMENTS**

Unit	Square Footage of Unit	Votes	Allocated Interest in Common Elements
A-101	10386 square feet	22.594	22.594 %
202	2255 square feet (Includes 31.565% of area of Unit 201CA)	4.905	4.905%
203	1137 square feet (Includes 15.911% of area of Unit 201CA)	2.473	2.473%
204	2396 square feet (Includes 33.526% of area of Unit 201CA)	5.212	5.212%
205	1031 square feet (Includes 14.425% of area of Unit 201CA)	2.243	2.243%
206	327 square feet (Includes 4.573% of area of Unit 201CA)	0.711	0.711%
302	2245 square feet (Includes 31.412% of area of Unit 301CA)	4.884	4.884%
303	4577 square feet (Includes 64.053% of area of Unit 301CA)	9.957	9.957%

304	324 square feet (Includes 4.535% of area of Unit 301CA)	0.705	0.705%
401	1128 square feet (Includes 15.783% of area of Unit 401CA)	2.454	2.454%
405A	2592 square feet (Includes 36.267% of area of Unit 401CA)	5.639	5.639%
405B	325 square feet (Includes 4.548% of area of Unit 401CA)	0.707	0.707%
411	3101 square feet (Includes 43.402% of area of Unit 401CA)	6.746	6.746%
A-501	7146 square feet	15.546	15.546 %
A-601	6998 square feet	15.224	15.224 %
Total	45,968 square feet	100.00	100.000%

AFTER RECORDING, RETURN TO:
 303 Office Condominiums
 C/O Ron King, CSA Management
 8305 Shoal Creek Blvd
 Austin, Texas 78757

FILED AND RECORDED

OFFICIAL PUBLIC RECORDS

Dana DeBeauvoir

2008 Nov 06 04:20 PM 2008183215

BENAVIDESV \$36.00

DANA DEBEAUVOIR COUNTY CLERK

TRAVIS COUNTY TEXAS