

**FIRST AMENDMENT TO DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS FOR
CROSS OAK RANCH
DENTON COUNTY, TEXAS**

STATE OF TEXAS §
 §
COUNTY OF DENTON §

THIS FIRST AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR CROSS OAK RANCH (this "Amendment") is executed effective September 26, 2003 by and among CROSS OAK RANCH DEVELOPMENT COMPANY, a Texas corporation ("Cross Oak"), PULTE HOMES OF TEXAS, L.P, a Texas limited partnership ("Pulte"), RH OF TEXAS LIMITED PARTNERSHIP, a Maryland limited partnership ("Ryland"), and BOWEN BUILDERS GROUP OF TEXAS, INC., a Texas corporation ("Bowen").

RECITALS

A. Cross Oak, Pulte, and Ryland as "Declarants" previously executed that certain Declaration of Covenants, Conditions and Restrictions for Cross Oak Ranch (the "Declaration") dated December 30, 2002 and recorded in Volume 5242, Page 533 of the Real Property Records of Denton County, Texas. The Declaration affects certain therein described tracts of land in the Marcella Jones Survey Abstract 662, Denton County, Texas. Capitalized terms used herein shall have the same meaning ascribed to them in the Declaration, unless otherwise indicated by the context.

B. Pursuant to Section 9.4 of the Declaration, the Declaration may be amended with the approval of the owners of not less than 70% of the Lots and each Declarant (for as long as each such Declarant shall own any Lot).

C. Declarants, together with Bowen, own not less than 70% of the Lots which are subject to the Declaration.

D. Pulte, Cross Oak and Ryland as Declarants, joined by Bowen, desire to amend the Declaration in certain respects as herein set forth.

AMENDMENT

NOW, THEREFORE, for and in consideration of the premises, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Declarants and Bowen hereby agree as follows:

1. Exhibit "D" to the Declaration, entitled "Architectural Restrictions" is hereby amended to allow front facing garages on alley-serviced Lots 13-24 of Block 4B and Lots 16-30 of Block 4A, Cross Oak Ranch Phase II-Tract IV.


2. The parties acknowledge that in the Declaration, Cross Oak's name was set forth

incorrectly as "Cross Oak Development Company," rather than "Cross Oak Ranch Development Company." The parties confirm that Cross Oak Ranch Development Company is the identical party referred to in the Declaration as Cross Oak Development Company.

3. As amended hereby the Declaration is ratified and confirmed as in full force and effect.

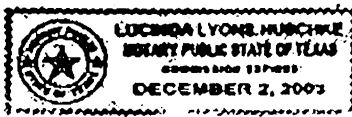
Executed to be effective as of the date set forth above.

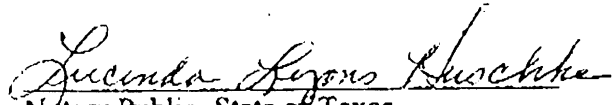
CROSS OAK RANCH
DEVELOPMENT COMPANY,
a Texas corporation

By: 
Bob Shelton, President

STATE OF TEXAS §
 §
COUNTY OF DENTON §

This instrument was acknowledged before me on this 26th day of September, 2003 by Bob Shelton, President of Cross Oak Ranch Development Company, a Texas corporation, on behalf of said corporation.




Notary Public, State of Texas

My Commission Expires:
12-2-03

FULTE HOMES OF TEXAS, L.P.,
a Texas limited partnership

By: PN I, Inc.
a Nevada corporation, its general partner

By: Todd Miller
Name: TODD MILLER
Title: CONTROLLER

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on this 30 day of September, 2003 by TODD MILLER, CONTROLLER of PN I, Inc., a Nevada corporation, general partner of Fulte Homes of Texas, L.P., a Texas limited partnership, on behalf of said corporation and limited partnership.



Melissa Dietz
Notary Public, State of Texas

My Commission Expires:

2-21-06

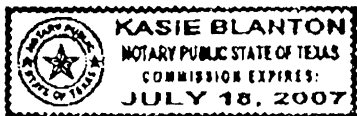
RH OF TEXAS LIMITED PARTNERSHIP
a Maryland Limited Partnership

By: Ryland Homes of Texas, Inc.
a Texas corporation, its general partner

By: [Signature]
Name: John D. Hutchinson
Title: Vice-President

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on this 30th day of October, 2003 by John D. Hutchinson, Vice-President of Ryland Homes of Texas, Inc., a Texas corporation, general partner of RH of Texas Limited Partnership, a Maryland limited partnership, on behalf of said corporation and limited partnership.



[Signature]
Notary Public, State of Texas

My Commission Expires:

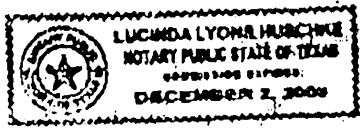
07-18-07

BOWEN BUILDERS GROUP OF TEXAS, INC.,
a Texas corporation

By: *Dale Stotts*
Name: DALE STOTTS
Title: PRESIDENT

STATE OF TEXAS §
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COUNTY OF Denton §

This instrument was acknowledged before me on this 26th day of September, 2003 by
Dale Stotts, President of Bowen Builders Group of Texas, Inc.,
a Texas corporation, on behalf of said corporation.



Lucinda Lyons Muschke
Notary Public, State of Texas

My Commission Expires:
12-2-03

Filed for Record in:
DEANTON COUNTY, TX
CYNTHIA MITCHELL, COUNTY CLERK

On Oct 23 2003
At 9:53am

Receipt #: 64508
Recording: 13.00
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Deputy - Jane